

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

W. R. GRACE & CO., et al.,¹

Reorganized Debtors.

)
) Chapter 11
)

) Case No. 01-01139 (KJC)
) (Jointly Administered)
)

) **Objection Deadline:** July 7, 2014 at 4:00 p.m. (prevailing
Eastern time)
) **Hearing Date:** October 14, 2014 at 10:00 a.m. (prevailing
Eastern time)
)

**SUMMARY OF VERIFIED FINAL FEE APPLICATION OF KIRKLAND & ELLIS LLP
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES
AS BANKRUPTCY COUNSEL TO W. R. GRACE & CO., *ET AL.*, FOR THE
INTERIM PERIOD FROM APRIL 2, 2001 THROUGH FEBRUARY 3, 2014**

Name of Applicant:

Kirkland & Ellis LLP

Authorized to Provide Professional Services to:

W. R. Grace & Co., et al., Debtors and
Debtors-in-Possession

Date of Retention:

Retention Order entered May 3, 2001,
effective as of April 2, 2001

Period for which compensation and reimbursement is
sought:

April 2, 2001 through February 3, 2014

Amount of Compensation sought as actual,
reasonable, and necessary:

\$155,582,791.10

Amount of Expense Reimbursement sought as
actual, reasonable and necessary:

\$44,676,058.42

This is a: ☐ monthly ☐ interim ☒ final application.

¹ The Reorganized Debtors consist of the following 17 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., Darex Puerto Rico, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Gloucester New Communities Company, Inc., Grace Chemical Company of Cuba, Grace Energy Corporation, Grace Europe, Inc., Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace PAR Corporation, W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Kootenai Development Company, Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), and Water Street Corporation. Pursuant to a final decree entered by the Court on March 19, 2014, *see* [Docket No. 31880], the cases of forty-five additional Reorganized Debtors were closed.

Summary of Quarterly Fee Applications:²

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
August 2, 2001 [Docket No. 775]	April - June 2001	\$1,753,799.50	\$155,393.83	\$4,565,461.00 ³	\$321,555.72
November 7, 2001 [Docket No. 1090]	July - September 2001	\$1,392,534.50	\$81,482.19		
February 7, 2002 [Docket No. 1644]	October - December 2001	\$1,423,332.50	\$84,679.70		
June 10, 2002 [Docket No. 2195]	January - March 2002	\$1,281,702.50	\$102,514.38	\$1,281,702.50 ⁴	\$101,656.38
September 3, 2002 [Docket No. 2636]	April - June 2002	\$989,110.00	\$67,169.24	\$981,666.50 ⁵	\$67,169.24
November 27, 2002 [Docket No. 3085]	July - September 2002	\$918,624.50	\$135,434.17	\$918,624.50 ⁶	\$134,478.90
March 4, 2003 [Docket No. 3460]	October - December 2002	\$459,440.50	\$18,595.84	\$459,440.50 ⁷	\$18,467.74
May 15, 2003 [Docket No. 3798]	January - March 2003	\$524,147.50	\$16,881.70	\$524,045.50 ⁸	\$16,881.70
August 27, 2003 [Docket No. 4347]	April - June, 2003	\$359,637.00	\$11,258.32	\$357,346.00 ⁹	\$11,183.48
November 18, 2003 [Docket No. 4713]	July - September 2003	\$533,606.00	\$20,062.56	\$533,606.00 ¹⁰	\$20,062.56
February 25, 2004 [Docket No. 5167]	October - December 2003	\$757,520.00	\$20,717.44	\$756,838.00 ¹¹	\$20,717.44

² Any capitalized terms not defined in this summary have the meaning ascribed to them in the *Final Fee Application of Kirkland & Ellis LLP for Compensation for Services and Reimbursement of Expenses as Bankruptcy Counsel to W. R. Grace & Co., et al., for the Interim Period from April 2, 2001 Through February 3, 2014*.

³ The fees and expenses requested in the April-June, 2001, July-September, 2001 and October-December, 2001, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on November 29, 2002. [Docket No. 3091].

⁴ The fees and expenses requested in the January-March, 2002, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on October 9, 2002. [Docket No. 2797].

⁵ The fees and expenses requested in the April-June, 2002, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on November 29, 2002. [Docket No. 3092].

⁶ The fees and expenses requested in the July-September, 2002, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on March 14, 2003. [Docket No. 3511].

⁷ The fees and expenses requested in the October-December, 2002, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on July 28, 2003. [Docket No. 4157].

⁸ The fees and expenses requested in the January-March, 2003, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on September 22, 2003. [Docket No. 4480].

⁹ The fees and expenses requested in the April-June, 2003, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on December 15, 2003. [Docket No. 4827].

¹⁰ The fees and expenses requested in the July-September, 2003, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on April 26, 2004. [Docket No. 5482].

¹¹ The fees and expenses requested in the October-December, 2003, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on June 16, 2004. [Docket No. 5822].

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
May 17, 2004 [Docket No. 5593]	January - March 2004	\$1,136,980.50	\$56,439.68	\$1,134,755.00 ¹²	\$56,439.68
October 6, 2004 [Docket No. 6551]	April - June 2004	\$924,700.00	\$35,634.14	\$918,960.50 ¹³	\$35,557.55
November 17, 2004 [Docket No. 6976]	July - September 2004	\$2,306,619.50	\$106,410.37	\$2,298,879.00 ¹⁴	\$105,176.56
February 14, 2005 [Docket No. 7777]	October - December 2004	\$2,286,400.00	\$112,633.42	\$2,279,008.50 ¹⁵	\$110,200.64
June 15, 2005 [Docket No. 8630]	January - March 2005	\$2,848,868.50	\$162,848.11	\$2,833,566.00 ¹⁶	\$162,482.21
August 8, 2005 [Docket No. 9149]	April - June 2005	\$2,895,797.50	\$143,582.75	\$2,894,660.00 ¹⁷	\$143,530.87
October 28, 2005 [Docket No. 10929]	July - September 2005	\$4,663,156.50	\$379,003.22	\$4,655,239.50 ¹⁸	\$378,588.48
February 14, 2006 [Docket No. 11784]	October - December 2005	\$4,984,415.00	\$456,005.52	\$4,978,349.00 ¹⁹	\$453,367.08
May 15, 2006 [Docket No. 12423]	January - March 2006	\$4,952,085.50	\$1,256,676.49	\$4,942,401.50 ²⁰	\$1,256,429.49
August 14, 2006 [Docket No. 12969]	April - June 2006	\$5,096,175.75	\$1,333,149.79	\$5,096,175.50 ²¹	\$1,331,919.73
November 14, 2006 [Docket No. 13674]	July - September 2006	\$5,992,881.00	\$987,943.71	\$5,984,268.75 ²²	\$986,255.71

¹² The fees and expenses requested in the January-March, 2004, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on September 27, 2004. [Docket No. 6465].

¹³ The fees and expenses requested in the April-June, 2004, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on January 25, 2005. [Docket No. 7622].

¹⁴ The fees and expenses requested in the July-September, 2004, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on March 22, 2005. [Docket No. 8081].

¹⁵ The fees and expenses requested in the October-December, 2004, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on June 29, 2005. [Docket No. 8728].

¹⁶ The fees and expenses requested in the January-March, 2005, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on September 26, 2005. [Docket No. 9513].

¹⁷ The fees and expenses requested in the April-June, 2005, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on December 19, 2005. [Docket No. 11402].

¹⁸ The fees and expenses requested in the July-September, 2005, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on March 24, 2006. [Docket No. 12121].

¹⁹ The fees and expenses requested in the October-December, 2005, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on June 16, 2006. [Docket No. 12660].

²⁰ The fees and expenses requested in the January-March, 2006, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on September 25, 2006. [Docket No. 13298].

²¹ The fees and expenses requested in the April-June, 2006, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on December 18, 2006. [Docket No. 14069].

²² The fees and expenses requested in the July-September, 2006, interim monthly Applications were approved on an interim basis pursuant to the amended order entered by this Court on May 3, 2007. [Docket No. 15494].

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
February 14, 2007 [Docket No. 14567]	October - December 2006	\$5,156,698.00	\$2,730,927.75	\$5,155,238.00 ²³	\$2,730,927.75
May 15, 2007 [Docket No. 15668]	January - March 2007	\$5,552,359.00	\$1,913,453.63	\$5,547,606.50 ²⁴	\$1,913,453.63
August 14, 2007 [Docket No. 16563]	April - June 2007	\$5,806,017.50	\$5,289,061.49	\$5,801,255.00 ²⁵	\$5,289,061.49
November 14, 2007 [Docket No. 17370]	July - September 2007	\$6,025,266.00	\$6,648,308.35	\$6,009,675.50 ²⁶	\$6,648,308.35
February 14, 2008 [Docket No. 18049]	October - December 2007	\$7,183,739.50	\$4,071,771.01	\$7,179,358.50 ²⁷	\$4,071,035.37
May 15, 2008 [Docket No. 18725]	January - March 2008	\$7,263,172.00	\$4,742,857.17	\$7,258,924.50 ²⁸	\$4,740,246.26
August 14, 2008 [Docket No. 19317]	April - June 2008	\$5,838,105.50	\$2,737,629.13	\$5,837,573.00 ²⁹	\$2,735,591.33
November 14, 2008 [Docket No. 20039]	July - September 2008	\$6,748,525.00	\$636,917.13	\$6,746,495.50 ³⁰	\$633,229.34
February 16, 2009 [Docket No. 20731]	October - December 2008	\$7,741,360.50	\$1,290,505.69	\$7,724,905.50 ³¹	\$1,289,347.54
May 15, 2009 [Docket No. 21725]	January - March 2009	\$11,105,186.50	\$2,965,262.20	\$10,198,760.20 ³²	\$2,964,767.50
August 28, 2009 [Docket No. 23030]	April - June 2009	\$6,993,800.50	\$2,316,977.21	\$6,594,833.00 ³³	\$2,315,190.63

²³ The fees and expenses requested in the October-December, 2006, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on June 20, 2007. [Docket No. 16105].

²⁴ The fees and expenses requested in the January-March, 2007, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on September 25, 2007. [Docket No. 16916].

²⁵ The fees and expenses requested in the April-June, 2007, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on December 13, 2007. [Docket No. 17629].

²⁶ The fees and expenses requested in the July-September, 2007, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on March 12, 2008. [Docket No. 18270].

²⁷ The fees and expenses requested in the October-December, 2007, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on June 23, 2008. [Docket No. 18989].

²⁸ The fees and expenses requested in the January-March, 2008, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on October 1, 2008. [Docket No. 19663].

²⁹ The fees and expenses requested in the April-June, 2008, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on December 17, 2008. [Docket No. 20283].

³⁰ The fees and expenses requested in the July-September, 2008, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on April 1, 2009. [Docket No. 21173].

³¹ The fees and expenses requested in the October-December, 2008, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on July 7, 2009. [Docket No. 22354].

³² The fees and expenses requested in the January-March, 2009, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on September 28, 2009. [Docket No. 23352].

³³ The fees and expenses requested in the April-June, 2009, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on December 11, 2009. [Docket No. 23996].

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
December 9, 2009 [Docket No. 23980]	July - September 2009	\$6,408,883.65	\$1,166,546.10	\$6,407,674.15 ³⁴	\$1,166,546.10
February 23, 2010 [Docket No. 24327]	October - December 2009	\$3,387,893.00	\$966,793.14	\$3,387,163.00 ³⁵	\$959,355.64
June 23, 2010 [Docket No. 24972]	January - March 2010	\$1,503,227.50	\$229,950.28	\$1,503,227.50 ³⁶	\$228,637.78
September 30, 2010 [Docket No. 25538]	April - June 2010	\$980,039.50	\$401,280.99	\$980,039.50 ³⁷	\$401,280.99
December 2, 2010 [Docket No. 25852]	July - September 2010	\$562,760.50	\$23,282.73	\$562,760.50 ³⁸	\$17,430.32
March 21, 2011 [Docket No. 26604]	October - December 2010	\$768,334.50	\$21,608.29	\$768,334.50 ³⁹	\$16,425.12
May 16, 2011 [Docket No. 26936]	January - March 2011	\$1,419,734.00	\$40,150.39	\$1,418,667.00 ⁴⁰	\$39,971.39
September 13, 2011 [Docket No. 27613]	April - June 2011	\$2,165,605.50	\$78,788.68	\$2,162,103.00 ⁴¹	\$78,639.68
November 23, 2011 [Docket No. 28027]	July - September 2011	\$847,526.50	\$32,343.05	\$847,526.50 ⁴²	\$32,343.05
February 15, 2012 [Docket No. 28538]	October - December 2011	\$483,607.50	\$11,495.65	\$483,607.50 ⁴³	\$11,495.65
May 24, 2012 [Docket No. 28971]	January - March 2012	\$1,238,051.50	\$15,500.45	\$1,238,051.50 ⁴⁴	\$15,500.45

³⁴ The fees and expenses requested in the July-September, 2009, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on March 19, 2010. [Docket No. 24470].

³⁵ The fees and expenses requested in the October-December, 2009, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on June 7, 2010. [Docket No. 24917].

³⁶ The fees and expenses requested in the January-March, 2010, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on September 13, 2010. [Docket No. 25397].

³⁷ The fees and expenses requested in the April-June, 2010, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on December 10, 2010. [Docket No. 25905].

³⁸ The fees and expenses requested in the July-September, 2010, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on March 25, 2011. [Docket No. 26627].

³⁹ The fees and expenses requested in the October-December, 2010, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on June 30, 2011. [Docket No. 27188].

⁴⁰ The fees and expenses requested in the January-March, 2011, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on September 20, 2011. [Docket No. 27622].

⁴¹ The fees and expenses requested in the April-June, 2011, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on December 14, 2011. [Docket No. 28150].

⁴² The fees and expenses requested in the July-September, 2011, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on March 23, 2012. [Docket No. 28705].

⁴³ The fees and expenses requested in the October-December, 2011, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on June 14, 2012. [Docket No. 29054].

⁴⁴ The fees and expenses requested in the January-March, 2012, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on October 9, 2012. [Docket No. 29746].

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
August 23, 2012 [Docket No. 29504]	April – June 2012	\$986,840.00	\$25,532.24	\$986,840.00 ⁴⁵	\$25,532.24
December 11, 2012 [Docket No. 30038]	July - September 2012	\$1,416,777.00	\$26,961.99	\$1,416,777.00 ⁴⁶	\$26,961.99
April 1, 2013 [Docket No. 30459]	October - December 2012	\$1,657,730.50	\$31,425.99	\$1,657,730.50 ⁴⁷	\$31,425.99
June 19, 2013 [Docket No. 30759]	January - March 2013	\$1,587,846.00	\$59,992.66	\$1,587,846.00 ⁴⁸	\$59,992.66
September 24, 2013 [Docket No. 31160]	April - June 2013	\$1,760,946.00	\$81,367.23	\$1,760,946.00 ⁴⁹	\$81,367.23
January 7, 2014 [Docket No. 31578]	July - September 2013	\$690,235.00	\$8,924.51	\$690,235.00 ⁵⁰	\$8,924.51
April 17, 2014 [Docket No. 32032] (the “ <u>Fifty-First Quarterly Application</u> ”) ⁵¹	October - December 2013	\$1,165,709.50	\$35,213.42	Pending	Pending

The K&E attorneys who rendered professional services in these cases during the Final Fee Period are:

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
David Abramowicz	Associate	2010	Litigation	33.60	\$380.00	\$12,768.00
F Wade Ackerman	Associate	2004	Litigation	292.50	\$405.00	\$118,462.50
				165.70	\$435.00	\$72,079.50
				169.10	\$475.00	\$80,322.50
Ellen T Ahern	Partner	1992	Litigation	877.90	\$525.00	\$460,897.50
				1,704.20	\$545.00	\$928,789.00
				1,511.40	\$570.00	\$861,498.00
				1,072.60	\$615.00	\$659,649.00

⁴⁵ The fees and expenses requested in the April-June, 2012, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on December 11, 2012. [Docket No. 30036].

⁴⁶ The fees and expenses requested in the July-September, 2012, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on March 27, 2013. [Docket No. 30440].

⁴⁷ The fees and expenses requested in the October-December, 2012, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on July 31, 2013. [Docket No. 30907].

⁴⁸ The fees and expenses requested in the January-March, 2013, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on September 24, 2013. [Docket No. 31158].

⁴⁹ The fees and expenses requested in the April-June, 2013, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on December 17, 2013. [Docket No. 31482].

⁵⁰ The fees and expenses requested in the July-September, 2013, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on March 31, 2013. [Docket No. 31963].

⁵¹ The hearing on the Fifty-First Quarterly Fee Application is scheduled for May 28, 2014.

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Kristina Alexander	Associate	2010	Restructuring	469.20	\$365.00	\$171,258.00
				177.80	\$385.00	\$68,453.00
				20.70	\$430.00	\$8,901.00
				25.40	\$445.00	\$11,303.00
				3.00	\$475.00	\$1,425.00
Matthew J Antinossi	Associate	1999	Employee Benefits	2.80	\$295.00	\$826.00
				52.00	\$395.00	\$20,540.00
Susan A Arbeit	Associate	2004	Restructuring	66.90	\$270.00	\$18,063.00
Jeffrey M Armington	Law Clerk; Associate	2009	General; Restructuring	11.80	\$205.00	\$2,419.00
				37.80	\$475.00	\$17,955.00
Sashi Athota	Associate	2006	Restructuring	8.50	\$295.00	\$2,507.50
				215.20	\$310.00	\$66,712.00
				4.50	\$330.00	\$1,485.00
Martin C Attea	Associate	1999	Corporate	12.10	\$265.00	\$3,206.50
Pamela J Auerbach	Partner	1994	Litigation	43.80	\$535.00	\$23,433.00
Janet S Baer	Of Counsel; Partner	1982	Restructuring	524.80	\$495.00	\$259,776.00
				585.70	\$510.00	\$298,707.00
				993.90	\$580.00	\$576,462.00
				562.00	\$625.00	\$351,250.00
				1,154.70	\$655.00	\$756,328.50
				1,325.30	\$685.00	\$907,830.50
				2,491.40	\$745.00	\$1,856,093.00
				1,826.80	\$755.00	\$1,379,234.00
				2,298.90	\$795.00	\$1,827,625.50
				219.40	\$835.00	\$183,199.00
Tara M Bahn	Associate	2004	Environmental	2.10	\$625.00	\$1,312.50
Adam Balfour	Associate	2008	Corporate	6.90	\$505.00	\$3,484.50
Rana Barakat	Associate	2008	Litigation	214.60	\$540.00	\$115,884.00
				252.80	\$575.00	\$145,360.00
				511.60	\$625.00	\$319,750.00
				395.70	\$675.00	\$267,097.50
				17.80	\$715.00	\$12,727.00
				12.30	\$750.00	\$9,225.00
James L Baribeau	Associate	2006	Corporate	18.10	\$490.00	\$8,869.00
				166.50	\$530.00	\$88,245.00
				36.90	\$565.00	\$20,848.50
				61.70	\$610.00	\$37,637.00
Amanda C Basta	Associate	2002	Litigation	215.30	\$360.00	\$77,508.00
				1,235.60	\$365.00	\$450,994.00
				983.50	\$400.00	\$393,400.00
				782.70	\$435.00	\$340,474.50
				1,033.30	\$465.00	\$480,484.50
				835.30	\$500.00	\$417,650.00
				37.70	\$520.00	\$19,604.00
Peter A Bellacosa	Partner	1989	Litigation	0.50	\$460.00	\$230.00
Ryan B Bennett	Associate	2000	Restructuring	26.10	\$360.00	\$9,396.00
				827.00	\$405.00	\$334,935.00
				139.00	\$420.00	\$58,380.00
Derek S Bentsen	Associate	2004	Litigation	85.00	\$275.00	\$23,375.00

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Justin Bernbrock	Associate	2012	Restructuring	24.10	\$430.00	\$10,363.00
				27.70	\$495.00	\$13,711.50
David M Bernick, P.C.	Partner; Of Counsel	1978	Litigation	527.70	\$655.00	\$345,643.50
				391.50	\$665.00	\$260,347.50
				110.80	\$715.00	\$79,222.00
				340.90	\$750.00	\$255,675.00
				263.50	\$825.00	\$217,387.50
				816.60	\$845.00	\$690,027.00
				1,089.20	\$870.00	\$947,604.00
				1,458.80	\$915.00	\$1,334,802.00
				1,775.10	\$955.00	\$1,695,220.50
Jack N Bernstein	Partner	1995	Employee Benefits	100.30	\$995.00	\$99,798.50
				64.50	\$835.00	\$53,857.50
				5.80	\$880.00	\$5,104.00
Kevin Bettsteller	Associate	2006	Corporate	4.10	\$930.00	\$3,813.00
				1.70	\$750.00	\$1,275.00
Salvatore F Bianca	Associate	2003	Restructuring; Litigation	59.90	\$405.00	\$24,259.50
				868.00	\$420.00	\$364,560.00
				1,109.40	\$455.00	\$504,777.00
				288.40	\$465.00	\$134,106.00
				808.00	\$480.00	\$387,840.00
				607.90	\$485.00	\$294,831.50
				654.20	\$510.00	\$333,642.00
Brant W Bishop, P.C.	Associate	1996	Litigation	1,239.90	\$520.00	\$644,748.00
				8.80	\$330.00	\$2,904.00
Samuel Blatnick	Associate	2003	Restructuring; Litigation	5.40	\$350.00	\$1,890.00
				320.30	\$255.00	\$81,676.50
				1,136.80	\$315.00	\$358,092.00
				686.70	\$320.00	\$219,744.00
				1,105.90	\$360.00	\$398,124.00
				530.00	\$365.00	\$193,450.00
				1,184.80	\$375.00	\$444,300.00
				580.90	\$395.00	\$229,455.50
				680.30	\$435.00	\$295,930.50
				112.10	\$475.00	\$53,247.50
				379.00	\$500.00	\$189,500.00
				422.20	\$535.00	\$225,877.00
				224.60	\$550.00	\$123,530.00
Heather Bloom	Associate	2008	Litigation	448.00	\$295.00	\$132,160.00
				1,337.90	\$320.00	\$428,128.00
				754.40	\$375.00	\$282,900.00
				22.20	\$405.00	\$8,991.00

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Deanna D Boll	Associate; Partner	1998	Restructuring	63.90	\$320.00	\$20,448.00
				268.60	\$360.00	\$96,696.00
				26.50	\$465.00	\$12,322.50
				82.80	\$485.00	\$40,158.00
				13.40	\$520.00	\$6,968.00
				726.00	\$545.00	\$395,670.00
				837.10	\$575.00	\$481,332.50
				1,831.00	\$625.00	\$1,144,375.00
				2,657.00	\$675.00	\$1,793,475.00
				1,049.50	\$735.00	\$771,382.50
				711.90	\$775.00	\$551,722.50
Bradley J Bondi	Partner	1999	Litigation	27.30	\$455.00	\$12,421.50
Justin S Brooks	Associate	2009	Litigation	296.00	\$355.00	\$105,080.00
				1,411.30	\$415.00	\$585,689.50
				203.40	\$445.00	\$90,513.00
				25.10	\$500.00	\$12,550.00
				180.10	\$535.00	\$96,353.50
Michelle H Browdy	Partner	1990	Litigation	331.10	\$400.00	\$132,440.00
				304.00	\$420.00	\$127,680.00
				11.70	\$445.00	\$5,206.50
				805.10	\$480.00	\$386,448.00
				1,152.40	\$625.00	\$720,250.00
Daniel R Brown	Associate	2009	Restructuring	19.80	\$540.00	\$10,692.00
Craig A Bruens	Partner	1999	Restructuring	1,212.10	\$590.00	\$715,139.00
				257.80	\$645.00	\$166,281.00
Robert T Buday, P.C.	Partner	1991	Real Estate	1.00	\$410.00	\$410.00
Holly Bull	Of Counsel	1997	Restructuring	1,738.00	\$280.00	\$486,640.00
				493.30	\$490.00	\$241,717.00
				749.50	\$530.00	\$397,235.00
				444.70	\$565.00	\$251,255.50
				22.50	\$605.00	\$13,612.50
Angela M Butcher	Associate	2006	Litigation	20.30	\$510.00	\$10,353.00
Stephen H Butler	Associate	2009	Taxation	5.80	\$335.00	\$1,943.00
				8.90	\$635.00	\$5,651.50
				5.40	\$670.00	\$3,618.00
				26.40	\$745.00	\$19,668.00
				8.20	\$790.00	\$6,478.00
Grant H Caldis	Associate	2006	Corporate	20.00	\$565.00	\$11,300.00
Brooke L Cavanaugh	Associate	2010	Restructuring	86.70	\$365.00	\$31,645.50
Cameron Cheetham	Of Counsel	1996	Restructuring	12.20	\$730.00	\$8,906.00
Christopher C Chiou	Associate	2004	Litigation	251.10	\$235.00	\$59,008.50
				593.00	\$245.00	\$145,285.00
				1,554.50	\$275.00	\$427,487.50
				165.70	\$285.00	\$47,224.50
				554.70	\$315.00	\$174,730.50
				7.00	\$355.00	\$2,485.00
				17.30	\$375.00	\$6,487.50
				9.70	\$405.00	\$3,928.50
				0.20	\$435.00	\$87.00
				2.50	\$475.00	\$1,187.50

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Shirley S Cho	Partner	1997	Restructuring	40.20	\$615.00	\$24,723.00
Thomas W Christopher	Partner	1985	Corporate	413.70	\$825.00	\$341,302.50
				128.90	\$865.00	\$111,498.50
				8.00	\$915.00	\$7,320.00
				1.00	\$995.00	\$995.00
Brandi L Chudoba	Associate	2004	Litigation	3.80	\$395.00	\$1,501.00
Tobias D Chun	Associate	1996	Environmental	23.10	\$360.00	\$8,316.00
				25.10	\$375.00	\$9,412.50
Kenneth S Clark	Associate	2006	Litigation	422.00	\$240.00	\$101,280.00
				0.70	\$315.00	\$220.50
David A Codevilla	Associate	1996	Environmental	159.50	\$295.00	\$47,052.50
				49.00	\$340.00	\$16,660.00
				23.90	\$350.00	\$8,365.00
				30.70	\$365.00	\$11,205.50
Kevin J Coenen	Associate	1997	Taxation	21.90	\$335.00	\$7,336.50
Barak Cohen	Associate	2003	Litigation	267.00	\$325.00	\$86,775.00
				338.30	\$360.00	\$121,788.00
				712.40	\$365.00	\$260,026.00
Jeanne T Cohn-Connor	Of Counsel; Partner	1985	Environmental	48.80	\$500.00	\$24,400.00
				27.20	\$595.00	\$16,184.00
				19.30	\$625.00	\$12,062.50
				8.10	\$665.00	\$5,386.50
				5.10	\$765.00	\$3,901.50
Grant R Cornehl	Associate	2000	Litigation	32.30	\$225.00	\$7,267.50
Jennifer W Cowen	Associate	2005	Litigation	78.10	\$315.00	\$24,601.50
				7.40	\$355.00	\$2,627.00
Jason H Cowley	Associate	2004	Litigation	121.90	\$245.00	\$29,865.50
John K D Crisham	Associate	2005	Litigation	17.20	\$315.00	\$5,418.00
Keith S Crow, P.C.	Partner	1986	Corporate	27.80	\$995.00	\$27,661.00
				12.70	\$1,035.00	\$13,144.50
Kyle T Cutts	Associate	2008	Litigation	172.30	\$295.00	\$50,828.50
				25.60	\$320.00	\$8,192.00
Andre Davis	Associate	2001	Restructuring	36.60	\$300.00	\$10,980.00
Brian E Davis	Associate	1998	Real Estate	18.50	\$265.00	\$4,902.50
				2.50	\$295.00	\$737.50
Thad Davis	Associate; Partner	2005	Taxation	6.00	\$430.00	\$2,580.00
				21.60	\$480.00	\$10,368.00
				4.70	\$550.00	\$2,585.00
				0.70	\$845.00	\$591.50
Thomas A Day	Associate	2000	Taxation	47.00	\$235.00	\$11,045.00
				1.50	\$280.00	\$420.00
Edwin S del Hierro, P.C.	Partner	1986	Corporate	2.00	\$915.00	\$1,830.00
Dominic DeMatties	Partner	2003	Employee Benefits	13.70	\$650.00	\$8,905.00
Ron DeRose	Associate	2003	Corporate	57.80	\$470.00	\$27,166.00
Matthew F Dexter	Associate; Partner	2005	Litigation	8.40	\$615.00	\$5,166.00
				26.00	\$630.00	\$16,380.00
				4.80	\$665.00	\$3,192.00
Katherine Deibert	Associate	2004	Corporate	6.40	\$575.00	\$3,680.00

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Michael Dierkes	Associate	2001	Litigation	83.70	\$360.00	\$30,132.00
				199.70	\$390.00	\$77,883.00
				835.60	\$400.00	\$334,240.00
				495.60	\$435.00	\$215,586.00
				330.00	\$465.00	\$153,450.00
				97.40	\$485.00	\$47,239.00
				536.70	\$520.00	\$279,084.00
				11.30	\$550.00	\$6,215.00
John Donley, P.C.	Partner	1985	Litigation	1.00	\$445.00	\$445.00
				0.20	\$545.00	\$109.00
				119.90	\$565.00	\$67,743.50
				371.00	\$675.00	\$250,425.00
				25.50	\$725.00	\$18,487.50
				0.20	\$775.00	\$155.00
				345.00	\$825.00	\$284,625.00
				1,328.40	\$865.00	\$1,149,066.00
				1,469.30	\$910.00	\$1,337,063.00
				1,217.20	\$965.00	\$1,174,598.00
				85.30	\$1,025.00	\$87,432.50
Dominic E Draye	Associate	2009	Litigation	7.80	\$485.00	\$3,783.00
Timothy A Duffy, P.C.	Partner	1994	Litigation	314.50	\$595.00	\$187,127.50
				45.00	\$625.00	\$28,125.00
Nia Dukov	Associate	2008	Litigation	27.50	\$540.00	\$14,850.00
				22.20	\$575.00	\$12,765.00
				160.40	\$625.00	\$100,250.00
				275.40	\$675.00	\$185,895.00
				34.30	\$715.00	\$24,524.50
				7.70	\$750.00	\$5,775.00
Laura M Durity	Law Clerk; Associate	2007	General; Litigation	67.50	\$185.00	\$12,487.50
				274.90	\$275.00	\$75,597.50
				397.60	\$295.00	\$117,292.00
				92.60	\$350.00	\$32,410.00
Katie L Einspanier	Associate	2009	Litigation	125.80	\$625.00	\$78,625.00
				84.20	\$675.00	\$56,835.00
Carter W Emerson, P.C.	Partner; Of Counsel	1972	Corporate	30.40	\$710.00	\$21,584.00
				16.20	\$745.00	\$12,069.00
				0.80	\$875.00	\$700.00
				1.30	\$925.00	\$1,202.50
Steven A Engel	Associate	2003	Litigation	27.60	\$430.00	\$11,868.00
				73.10	\$465.00	\$33,991.50
Susan Engel	Partner	2003	Litigation	5.60	\$485.00	\$2,716.00
				71.60	\$680.00	\$48,688.00
				46.20	\$745.00	\$34,419.00
				39.50	\$785.00	\$31,007.50

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Lisa G Esayian	Partner	1991	Litigation	43.30	\$430.00	\$18,619.00
				141.00	\$460.00	\$64,860.00
				460.20	\$545.00	\$250,809.00
				703.40	\$570.00	\$400,938.00
				821.90	\$675.00	\$554,782.50
				1,282.10	\$735.00	\$942,343.50
				713.30	\$775.00	\$552,807.50
				690.40	\$815.00	\$562,676.00
				640.50	\$855.00	\$547,627.50
				618.70	\$870.00	\$538,269.00
				106.90	\$920.00	\$98,348.00
Rashad W Evans	Associate	2007	Restructuring	80.10	\$390.00	\$31,239.00
				371.50	\$440.00	\$163,460.00
				215.50	\$470.00	\$101,285.00
Thomas L Evans	Partner	1994	Taxation	7.70	\$630.00	\$4,851.00
Korin K Ewing	Associate	2000	Litigation	200.60	\$455.00	\$91,273.00
				1,113.20	\$485.00	\$539,902.00
Kellye L Fabian	Associate	2000	Litigation	148.40	\$195.00	\$28,938.00
				314.00	\$230.00	\$72,220.00
				174.30	\$265.00	\$46,189.50
				30.40	\$295.00	\$8,968.00
R Scott Falk, P.C.	Partner	1989	Corporate	1.50	\$975.00	\$1,462.50
Christine A Farmer	Associate	2011	Restructuring	4.10	\$410.00	\$1,681.00
				1.00	\$430.00	\$430.00
Peter A Farrell	Law Clerk; Associate	2006	General; Litigation	182.30	\$175.00	\$31,902.50
				39.80	\$185.00	\$7,363.00
				91.40	\$240.00	\$21,936.00
				150.00	\$275.00	\$41,250.00
				172.60	\$315.00	\$54,369.00
				92.40	\$350.00	\$32,340.00
				795.40	\$395.00	\$314,183.00
				1,454.70	\$430.00	\$625,521.00
				148.90	\$465.00	\$69,238.50
Markus Feil	Partner	2002	Corporate	12.60	\$795.00	\$10,017.00
Heather L Fowler	Associate	2005	Restructuring	38.30	\$395.00	\$15,128.50
				84.20	\$415.00	\$34,943.00
Brandon Fox	Associate	2000	Litigation	14.40	\$230.00	\$3,312.00
Laura L Fraedrich	Partner	1995	International Trade	0.70	\$850.00	\$595.00
Kelly K Frazier	Partner	1997	Restructuring	6.30	\$485.00	\$3,055.50
Theodore L Freedman	Partner	1976	Restructuring	244.80	\$575.00	\$140,760.00
				4.80	\$640.00	\$3,072.00
				354.30	\$695.00	\$246,238.50
				62.50	\$725.00	\$45,312.50
				659.10	\$775.00	\$510,802.50
				1,045.00	\$810.00	\$846,450.00
				2,122.40	\$850.00	\$1,804,040.00
				2,716.60	\$915.00	\$2,485,689.00
				673.00	\$965.00	\$649,445.00

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Jonathan Friedland	Partner	1994	Restructuring	881.10	\$530.00	\$466,983.00
				1,175.80	\$540.00	\$634,932.00
				356.20	\$635.00	\$226,187.00
Andrew Fromm	Associate	2008	Litigation	83.80	\$295.00	\$24,721.00
				141.70	\$320.00	\$45,344.00
				19.90	\$375.00	\$7,462.50
Andrea L Frost	Associate	2004	Restructuring	168.30	\$270.00	\$45,441.00
				953.70	\$280.00	\$267,036.00
				619.20	\$330.00	\$204,336.00
				21.50	\$350.00	\$7,525.00
				46.20	\$395.00	\$18,249.00
				444.00	\$415.00	\$184,260.00
				325.90	\$465.00	\$151,543.50
				52.50	\$490.00	\$25,725.00
Gregory W Gallagher, P.C.	Partner	1997	Taxation	42.30	\$490.00	\$20,727.00
				7.50	\$515.00	\$3,862.50
Noah J Gellner	Associate	2007	Corporate	15.00	\$390.00	\$5,850.00
				68.20	\$440.00	\$30,008.00
				74.90	\$470.00	\$35,203.00
Jeffrey Gettleman	Partner	1974	Restructuring	323.80	\$730.00	\$236,374.00
				768.10	\$795.00	\$610,639.50
				849.10	\$835.00	\$708,998.50
				284.10	\$885.00	\$251,428.50
Michael A Glick	Associate	2009	Litigation	17.30	\$405.00	\$7,006.50
James Golden	Associate	2005	Litigation	203.70	\$275.00	\$56,017.50
				57.70	\$315.00	\$18,175.50
				70.30	\$355.00	\$24,956.50
				43.30	\$395.00	\$17,103.50
				290.50	\$435.00	\$126,367.50
				638.70	\$465.00	\$296,995.50
				18.40	\$510.00	\$9,384.00
John P Gonsoulin	Associate	2001	Litigation	58.80	\$485.00	\$28,518.00
Scott J Gordon	Partner	1995	Corporate	1.00	\$800.00	\$800.00
				8.80	\$845.00	\$7,436.00
				64.00	\$940.00	\$60,160.00
				0.50	\$995.00	\$497.50
				24.90	\$1,025.00	\$25,522.50
Jason Gott	Associate	2012	Restructuring	11.20	\$430.00	\$4,816.00
Britt C Grant	Associate	2008	Litigation	33.90	\$540.00	\$18,306.00
				10.30	\$585.00	\$6,025.50
				56.60	\$625.00	\$35,375.00
Christopher T Greco	Associate	2007	Restructuring	266.20	\$335.00	\$89,177.00
				982.20	\$390.00	\$383,058.00
				418.80	\$415.00	\$173,802.00
				337.50	\$470.00	\$158,625.00
				78.80	\$505.00	\$39,794.00
				15.40	\$550.00	\$8,470.00
				4.00	\$590.00	\$2,360.00
				3.10	\$640.00	\$1,984.00
				0.30	\$715.00	\$214.50

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Nicole L Greenblatt	Associate	2004	Restructuring	175.50	\$535.00	\$93,892.50
H Boyd Greene, IV	Associate	2006	Government Contracts	5.50	\$495.00	\$2,722.50
Amanda E Gregory	Associate	2004	Litigation	58.00 99.70	\$315.00 \$355.00	\$18,270.00 \$35,393.50
Ashley S Gregory	Partner	2000	Corporate	176.30 47.80 102.70 98.40	\$800.00 \$825.00 \$945.00 \$995.00	\$141,040.00 \$39,435.00 \$97,051.50 \$97,908.00
William H Grignon	Associate	2003	Litigation	21.00	\$435.00	\$9,135.00
Samuel M Gross	Law Clerk; Associate	2006	Restructuring	57.80 55.30 421.40 145.80 4.10 19.10 25.60	\$175.00 \$295.00 \$310.00 \$370.00 \$390.00 \$640.00 \$675.00	\$10,115.00 \$16,313.50 \$130,634.00 \$53,946.00 \$1,599.00 \$12,224.00 \$17,280.00
Anthony Grossi	Associate	2010	Restructuring	7.70	\$445.00	\$3,426.50
Mark E Grummer	Partner	1976	Environmental	526.50 293.90 60.10 209.80 321.30 1,143.80 115.90	\$365.00 \$420.00 \$445.00 \$495.00 \$515.00 \$645.00 \$665.00	\$192,172.50 \$123,438.00 \$26,744.50 \$103,851.00 \$165,469.50 \$737,751.00 \$77,073.50
Tammi Guthrie	Associate	2012	Intellectual Property	1.20 14.90	\$495.00 \$520.00	\$594.00 \$7,748.00
Barbara M Harding	Partner	1988	Litigation	1,012.10 3,433.40 2,201.60 1,985.10 2,010.40 7.60	\$480.00 \$515.00 \$550.00 \$585.00 \$635.00 \$685.00	\$485,808.00 \$1,768,201.00 \$1,210,880.00 \$1,161,283.50 \$1,276,604.00 \$5,206.00
Timothy S Hardy	Partner	1972	Environmental	240.90 91.00	\$445.00 \$470.00	\$107,200.50 \$42,770.00
Richard C Harlan	Associate	2004	Litigation	51.50	\$315.00	\$16,222.50
Inbal Hasbani	Associate	2010	Restructuring	24.50 55.90	\$445.00 \$475.00	\$10,902.50 \$26,552.50
Michael J Hauswirth	Associate	2000	Taxation	4.60 23.20	\$235.00 \$330.00	\$1,081.00 \$7,656.00
Charles H Heenan	Associate	2006	Corporate	29.60 50.30	\$440.00 \$490.00	\$13,024.00 \$24,647.00
Ryan M Hehner	Associate	2013	Restructuring	257.10 162.70	\$430.00 \$450.00	\$110,553.00 \$73,215.00
Margaret Hermes	Associate	2008	Employee Benefits	6.90 2.50	\$495.00 \$575.00	\$3,415.50 \$1,437.50

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Jason P Hernandez	Associate	2005	Litigation	96.70	\$240.00	\$23,208.00
				58.80	\$275.00	\$16,170.00
				121.90	\$395.00	\$48,150.50
				104.10	\$435.00	\$45,283.50
				1.50	\$465.00	\$697.50
Stephen E Hessler	Partner	2002	Restructuring	7.00	\$880.00	\$6,160.00
Roger J Higgins	Associate	1997	Restructuring	426.90	\$235.00	\$100,321.50
				287.60	\$320.00	\$92,032.00
				205.00	\$345.00	\$70,725.00
				33.00	\$385.00	\$12,705.00
				361.20	\$390.00	\$140,868.00
Samuel Hollander	Associate	Pending	Intellectual Property	1.10	\$430.00	\$473.00
				3.50	\$450.00	\$1,575.00
Ye (Cecilia) Hong	Associate	2007	Corporate	5.90	\$520.00	\$3,068.00
				40.10	\$550.00	\$22,055.00
Vicki V Hood	Partner	1977	Employee Benefits	0.60	\$510.00	\$306.00
				24.60	\$615.00	\$15,129.00
				26.10	\$645.00	\$16,834.50
				10.10	\$675.00	\$6,817.50
				0.90	\$970.00	\$873.00
William F Hurley	Contract Attorney	1991	Restructuring	259.00	\$270.00	\$69,930.00
John S Irving, Jr.	Partner	1965	Labor & Employment	1.20	\$440.00	\$528.00
Nicholas O Isaacson	Associate	1998	Corporate	19.50	\$365.00	\$7,117.50
Anna Isman	Associate	2006	Restructuring	271.80	\$445.00	\$120,951.00
				308.70	\$465.00	\$143,545.50
				62.20	\$505.00	\$31,411.00
William B Jacobson	Partner	1994	Litigation	1,006.30	\$450.00	\$452,835.00
				2,444.30	\$495.00	\$1,209,928.50
				27.60	\$540.00	\$14,904.00
Neal Jagtap	Associate	2008	Litigation	87.80	\$320.00	\$28,096.00
Margaret Jantzen	Associate	2008	Litigation	469.90	\$375.00	\$176,212.50
Michael D Jones	Partner	1986	Litigation	2.00	\$705.00	\$1,410.00
Mike Jones	Associate	2011	Restructuring	232.10	\$430.00	\$99,803.00
				629.30	\$495.00	\$311,503.50
				444.90	\$565.00	\$251,368.50
				315.80	\$595.00	\$187,901.00
Raina A Jones	Law Clerk; Associate	2006	General; Litigation	79.20	\$175.00	\$13,860.00
				327.90	\$240.00	\$78,696.00
				356.20	\$275.00	\$97,955.00
				594.40	\$315.00	\$187,236.00
				643.50	\$350.00	\$225,225.00
Daryl L Joseffer	Associate	2000	Litigation	1.30	\$315.00	\$409.50
				4.30	\$335.00	\$1,440.50
				14.60	\$350.00	\$5,110.00

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
James W Kapp	Associate; Partner	1997	Restructuring	523.70	\$395.00	\$206,861.50
				164.20	\$415.00	\$68,143.00
				404.70	\$425.00	\$171,997.50
				790.50	\$470.00	\$371,535.00
				428.90	\$510.00	\$218,739.00
				318.80	\$545.00	\$173,746.00
				304.70	\$610.00	\$185,867.00
				263.00	\$675.00	\$177,525.00
				1.60	\$700.00	\$1,120.00
Alex L Karan	Partner	2000	Litigation	242.50	\$485.00	\$117,612.50
				1,053.30	\$540.00	\$568,782.00
Andrew M Kaufman, P.C.	Partner	1974	Corporate	0.60	\$570.00	\$342.00
				1.50	\$635.00	\$952.50
Natalie H Keller	Associate; Partner	1997	Taxation	28.70	\$365.00	\$10,475.50
				87.60	\$385.00	\$33,726.00
				99.90	\$390.00	\$38,961.00
				48.20	\$415.00	\$20,003.00
				22.20	\$425.00	\$9,435.00
				14.30	\$450.00	\$6,435.00
				6.10	\$490.00	\$2,989.00
				6.20	\$515.00	\$3,193.00
				13.70	\$545.00	\$7,466.50
				19.30	\$590.00	\$11,387.00
				18.60	\$735.00	\$13,671.00
				3.70	\$825.00	\$3,052.50
				3.00	\$925.00	\$2,775.00
Alexandra S Kelly	Associate	2003	Restructuring	10.20	\$320.00	\$3,264.00
Ritu Kelotra	Law Clerk; Associate	2008	General; Litigation	60.50	\$185.00	\$11,192.50
				448.90	\$275.00	\$123,447.50
				366.00	\$295.00	\$107,970.00
				16.70	\$375.00	\$6,262.50
Michael H Kerr	Partner	1972	Corporate	2.50	\$660.00	\$1,650.00
Patrick J King	Law Clerk; Associate	2007	General; Litigation	228.40	\$185.00	\$42,254.00
				338.30	\$275.00	\$93,032.50
				570.70	\$295.00	\$168,356.50
				932.30	\$350.00	\$326,305.00
				1,193.00	\$375.00	\$447,375.00
				94.80	\$430.00	\$40,764.00
				1.50	\$585.00	\$877.50
				1.90	\$625.00	\$1,187.50
Antony B Klapper	Partner	1996	Litigation	30.60	\$475.00	\$14,535.00
				394.30	\$545.00	\$214,893.50
Marcus Klie	Associate	2008	Corporate	0.30	\$620.00	\$186.00
Maura Klugman	Associate	2009	Litigation	49.20	\$500.00	\$24,600.00
				9.30	\$535.00	\$4,975.50

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Rebecca A Koch	Associate	2005	Litigation	1,047.70	\$240.00	\$251,448.00
				136.80	\$275.00	\$37,620.00
				124.70	\$315.00	\$39,280.50
				89.20	\$355.00	\$31,666.00
				43.20	\$395.00	\$17,064.00
				338.30	\$435.00	\$147,160.50
				954.70	\$465.00	\$443,935.50
Joshua Kogan	Partner	2004	Corporate	2.00	\$715.00	\$1,430.00
Megan M Kokontis	Associate		Restructuring	23.40	\$385.00	\$9,009.00
				78.80	\$410.00	\$32,308.00
				44.10	\$475.00	\$20,947.50
Sharon M Kopman	Associate	1993	Restructuring	2.80	\$485.00	\$1,358.00
Lauren E Kozak	Associate	2008	Litigation	337.30	\$295.00	\$99,503.50
				208.20	\$320.00	\$66,624.00
Nate Kritzer	Associate	2009	Litigation	1,224.60	\$355.00	\$434,733.00
				273.70	\$380.00	\$104,006.00
				27.50	\$445.00	\$12,237.50
				88.80	\$470.00	\$41,736.00
				0.90	\$565.00	\$508.50
				65.90	\$610.00	\$40,199.00
				10.60	\$630.00	\$6,678.00
Alexander Laengsfeld	Associate	2012	Corporate	1.60	\$675.00	\$1,080.00
M Natasha Labovitz	Partner	1997	Restructuring	18.90	\$385.00	\$7,276.50
				245.10	\$695.00	\$170,344.50
				73.30	\$745.00	\$54,608.50
Jeffrey Lamb	Associate	2006	Litigation	6.10	\$430.00	\$2,623.00
Walter R Lancaster	Partner	1987	Litigation	716.70	\$675.00	\$483,772.50
				1,328.40	\$710.00	\$943,164.00
				1,160.20	\$750.00	\$870,150.00
Christopher Landau, P.C.	Partner	1990	Litigation	17.30	\$480.00	\$8,304.00
				71.90	\$510.00	\$36,669.00
				341.40	\$545.00	\$186,063.00
				73.50	\$565.00	\$41,527.50
				185.10	\$745.00	\$137,899.50
				399.50	\$795.00	\$317,602.50
				182.70	\$835.00	\$152,554.50
				114.80	\$875.00	\$100,450.00
				90.50	\$935.00	\$84,617.50
				22.20	\$995.00	\$22,089.00
				18.00	\$1,045.00	\$18,810.00
				6.50	\$1,150.00	\$7,475.00
Christian J Lane	Associate	1998	Real Estate; Restructuring	316.60	\$350.00	\$110,810.00
				282.80	\$405.00	\$114,534.00
				505.20	\$410.00	\$207,132.00
				883.10	\$420.00	\$370,902.00
				838.00	\$445.00	\$372,910.00
Devon M Largio	Associate	2007	Litigation	18.90	\$275.00	\$5,197.50
Diego Lecuona	Associate	2010	Corporate	75.20	\$455.00	\$34,216.00

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Karen F Lee	Associate	2009	Litigation	308.80	\$295.00	\$91,096.00
				985.80	\$320.00	\$315,456.00
				58.60	\$375.00	\$21,975.00
Elli Leibenstein	Partner	1992	Litigation	6.60	\$355.00	\$2,343.00
				124.40	\$430.00	\$53,492.00
				46.70	\$455.00	\$21,248.50
				584.80	\$460.00	\$269,008.00
				932.80	\$565.00	\$527,032.00
				1,135.10	\$595.00	\$675,384.50
				708.10	\$635.00	\$449,643.50
				873.20	\$685.00	\$598,142.00
				52.50	\$735.00	\$38,587.50
Eric F Leon, P.C.	Partner	1994	Litigation	3.30	\$775.00	\$2,557.50
				299.90	\$635.00	\$190,436.50
				435.10	\$715.00	\$311,096.50
				3.60	\$765.00	\$2,754.00
				69.10	\$825.00	\$57,007.50
				47.00	\$875.00	\$41,125.00
Kathryn K Leonard	Associate	2010	Corporate	86.80	\$945.00	\$82,026.00
				127.20	\$675.00	\$85,860.00
Marc Lewinstein	Associate	2006	Restructuring	244.50	\$710.00	\$173,595.00
				80.50	\$390.00	\$31,395.00
				412.90	\$440.00	\$181,676.00
				168.90	\$470.00	\$79,383.00
Daniel Lewis	Associate	2008	Intellectual Property	62.80	\$520.00	\$32,656.00
				6.10	\$675.00	\$4,117.50
Polina Liberman	Associate	2010	Taxation	11.70	\$475.00	\$5,557.50
Russell S Light	Partner	2001	Taxation	1.80	\$870.00	\$1,566.00
Elizabeth M Locke	Associate	2005	Litigation	118.30	\$275.00	\$32,532.50
				30.50	\$315.00	\$9,607.50
				11.50	\$355.00	\$4,082.50
				57.70	\$435.00	\$25,099.50
				11.50	\$465.00	\$5,347.50
				3.50	\$510.00	\$1,785.00
Walter H Lohmann, Jr.	Partner	1983	Environmental	1.90	\$825.00	\$1,567.50
				0.50	\$935.00	\$467.50
Tyler D Mace	Associate; Partner	2003	Litigation	1,394.80	\$285.00	\$397,518.00
				1,844.20	\$315.00	\$580,923.00
				263.60	\$325.00	\$85,670.00
				586.40	\$365.00	\$214,036.00
				503.40	\$395.00	\$198,843.00
				483.70	\$435.00	\$210,409.50
				1,007.40	\$475.00	\$478,515.00
				1,250.40	\$500.00	\$625,200.00
				1,459.00	\$535.00	\$780,565.00
				85.20	\$640.00	\$54,528.00
Lena Mandel	Associate	1991	Restructuring	59.90	\$395.00	\$23,660.50
Dawn D Marchant	Partner	1990	Litigation	1,046.40	\$515.00	\$538,896.00

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Sarah R Marmor	Partner	1993	Litigation	195.00	\$350.00	\$68,250.00
				125.70	\$375.00	\$47,137.50
Peter C Marshall, Jr.	Associate	2009	Corporate	2.00	\$630.00	\$1,260.00
				10.10	\$675.00	\$6,817.50
				23.80	\$710.00	\$16,898.00
Todd F Maynes, P.C.	Partner	1988	Taxation	66.10	\$515.00	\$34,041.50
				142.70	\$600.00	\$85,620.00
				30.10	\$625.00	\$18,812.50
				286.70	\$665.00	\$190,655.50
				95.10	\$690.00	\$65,619.00
				58.00	\$795.00	\$46,110.00
				66.30	\$835.00	\$55,360.50
				111.20	\$915.00	\$101,748.00
				65.40	\$955.00	\$62,457.00
				29.60	\$995.00	\$29,452.00
				36.00	\$1,045.00	\$37,620.00
				34.70	\$1,150.00	\$39,905.00
				8.50	\$1,225.00	\$10,412.50
Kathleen M McClellan	Associate	2004	Litigation	11.40	\$235.00	\$2,679.00
Jamenda McCoy	Associate	2003	Litigation	85.60	\$285.00	\$24,396.00
				38.80	\$315.00	\$12,222.00
				87.80	\$325.00	\$28,535.00
Paul L McDonald	Associate	1999	Litigation	141.10	\$365.00	\$51,501.50
Brett H McGurk	Associate	2000	Litigation	115.80	\$375.00	\$43,425.00
				51.30	\$410.00	\$21,033.00
				50.40	\$415.00	\$20,916.00
Joshua R McLane	Associate	2009	Taxation	0.20	\$635.00	\$127.00
Janette A McMahan	Partner	2011	Corporate	1.50	\$875.00	\$1,312.50
Scott A McMillin, P.C.	Associate; Partner	1996	Litigation	200.40	\$330.00	\$66,132.00
				496.30	\$350.00	\$173,705.00
				502.90	\$380.00	\$191,102.00
				3.50	\$385.00	\$1,347.50
				36.80	\$410.00	\$15,088.00
				4.40	\$425.00	\$1,870.00
				1,294.70	\$515.00	\$666,770.50
				1,663.60	\$550.00	\$914,980.00
				1,543.80	\$580.00	\$895,404.00
Joel Melendez	Associate	2008	Restructuring	1,086.10	\$645.00	\$700,534.50
				123.80	\$390.00	\$48,282.00
Andres C Mena	Partner	2001	Corporate	225.90	\$625.00	\$141,187.50
				97.40	\$660.00	\$64,284.00
David E Mendelson	Partner	1997	Litigation	399.00	\$445.00	\$177,555.00
				1,543.90	\$455.00	\$702,474.50
				1,743.80	\$500.00	\$871,900.00
				236.50	\$560.00	\$132,440.00
Bernd Meyer-Loewy	Partner	1997	Restructuring	0.50	\$755.00	\$377.50
				0.30	\$870.00	\$261.00
J Chad Mitchell	Associate	1998	Litigation	4.00	\$265.00	\$1,060.00
				46.50	\$300.00	\$13,950.00
Scott A Moehrke, P.C.	Partner	1989	Corporate	3.00	\$995.00	\$2,985.00

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Joy L Monahan	Associate	1997	Restructuring	393.10	\$350.00	\$137,585.00
				165.40	\$370.00	\$61,198.00
				91.00	\$415.00	\$37,765.00
				307.40	\$440.00	\$135,256.00
				133.50	\$490.00	\$65,415.00
				233.30	\$520.00	\$121,316.00
				15.10	\$565.00	\$8,531.50
Katherine K Moore	Associate	2005	Environmental; Corporate	61.30	\$245.00	\$15,018.50
				26.40	\$285.00	\$7,524.00
				18.30	\$295.00	\$5,398.50
Shani Moore Weatherby	Associate	2007	Litigation	262.00	\$350.00	\$91,700.00
				109.20	\$375.00	\$40,950.00
Kenneth P Morrison, P.C.	Partner	1983	Corporate	9.10	\$510.00	\$4,641.00
Erin E Morrow	Associate	2005	Litigation	59.60	\$240.00	\$14,304.00
Maryam F Mujahid	Associate	2012	Environmental	14.00	\$495.00	\$6,930.00
Jessica R Mullan	Associate	2007	Litigation	18.60	\$295.00	\$5,487.00
Derek Muller	Associate	2007	Litigation	530.70	\$350.00	\$185,745.00
				804.20	\$375.00	\$301,575.00
				5.50	\$430.00	\$2,365.00
Shane Mulrooney	Associate	2012	Taxation	7.60	\$545.00	\$4,142.00
				14.80	\$570.00	\$8,436.00
James H Mutchnik, P.C.	Partner	1989	Litigation	20.10	\$455.00	\$9,145.50
Dennis M Myers, P.C.	Partner	1991	Corporate	42.40	\$995.00	\$42,188.00
				1.70	\$1,025.00	\$1,742.50
Joseph Nacca	Associate	2005	Restructuring	238.60	\$270.00	\$64,422.00
				593.80	\$280.00	\$166,264.00
Christian O Nagler	Partner	1997	Corporate	6.30	\$675.00	\$4,252.50
				25.90	\$725.00	\$18,777.50
				17.00	\$765.00	\$13,005.00
				9.80	\$890.00	\$8,722.00
				4.60	\$1,015.00	\$4,669.00
Adam Nagorski	Associate	2008	Litigation	153.40	\$470.00	\$72,098.00
Matthew E Nirider	Associate	2006	Litigation	323.50	\$275.00	\$88,962.50
				358.80	\$315.00	\$113,022.00
				70.00	\$350.00	\$24,500.00
Lyndon E Norley	Partner	1992	Restructuring	0.30	\$655.00	\$196.50
Gerald T Nowak, P.C.	Partner	1993	Corporate	1.60	\$520.00	\$832.00
Jon C Nuckles	Contract Attorney	1986	Restructuring	427.70	\$270.00	\$115,479.00
				431.80	\$295.00	\$127,381.00
Sven T Nylén	Law Clerk; Associate	2002	Real Estate; Restructuring	52.60	\$140.00	\$7,364.00
				198.60	\$255.00	\$50,643.00
				17.30	\$305.00	\$5,276.50
John C O'Quinn	Associate; Partner	2001	Litigation	7.60	\$305.00	\$2,318.00
				253.70	\$345.00	\$87,526.50
				93.30	\$380.00	\$35,454.00
				3.50	\$570.00	\$1,995.00
Maryam L Odom	Associate	2004	Restructuring	3.60	\$395.00	\$1,422.00
				170.60	\$415.00	\$70,799.00
Julie C Olsen	Associate	2000	Real Estate	5.30	\$265.00	\$1,404.50

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Reed S Oslan, P.C.	Partner	1987	Litigation	184.90 4.00	\$445.00 \$490.00	\$82,280.50 \$1,960.00
Ashley C Parrish	Associate	1998	Litigation	99.80	\$415.00	\$41,417.00
Adam C Paul	Partner	1997	Restructuring	121.30 1,463.10 1,133.30 880.20 171.50	\$735.00 \$795.00 \$835.00 \$895.00 \$955.00	\$89,155.50 \$1,163,164.50 \$946,305.50 \$787,779.00 \$163,782.50
Jeffrey Pawlitz	Associate	2007	Restructuring	0.80	\$335.00	\$268.00
Patrick F Philbin	Partner	1995	Litigation	6.60	\$625.00	\$4,125.00
John R Phillips, III	Associate	2005	Litigation	5.50	\$415.00	\$2,282.50
Geoff Polk	Associate	2006	Taxation	2.00	\$295.00	\$590.00
Linda Potapova	Associate	2001	Taxation	11.00 16.80	\$210.00 \$280.00	\$2,310.00 \$4,704.00
Jonah L Price	Associate	2007	Corporate	23.40	\$520.00	\$12,168.00
Charles Quigg	Associate	2012	Restructuring	0.40	\$495.00	\$198.00
Amanda Raad	Associate	2005	Litigation	187.10 30.50	\$355.00 \$395.00	\$66,420.50 \$12,047.50
Irene M Reed	Associate	1998	Real Estate	62.10	\$225.00	\$13,972.50
Benjamin Rhode	Associate	2012	Restructuring	74.90	\$430.00	\$32,207.00
Bradley V Ritter	Partner	1991	Real Estate	10.00	\$420.00	\$4,200.00
Donald E Rocap	Partner	1980	Taxation	10.00	\$625.00	\$6,250.00
Aaron Rokach	Associate	2007	Taxation	22.00 43.30 8.50	\$315.00 \$365.00 \$390.00	\$6,930.00 \$15,804.50 \$3,315.00
Kristin E Rooney	Associate	1998	Restructuring	0.40	\$280.00	\$112.00
Lee P Rudofsky	Associate	2006	Litigation	6.00 30.40	\$355.00 \$395.00	\$2,130.00 \$12,008.00
Andrew R Running	Partner	1982	Litigation	636.60 484.20 3.30 121.50 184.90 416.70 306.40 204.80	\$470.00 \$480.00 \$510.00 \$525.00 \$595.00 \$655.00 \$695.00 \$735.00	\$299,202.00 \$232,416.00 \$1,683.00 \$63,787.50 \$110,015.50 \$272,938.50 \$212,948.00 \$150,528.00
Robert S Ryland	Partner	1988	Litigation	3.50	\$775.00	\$2,712.50
Edward H Sadtler	Partner	2000	Intellectual Property	1.00 5.90	\$835.00 \$885.00	\$835.00 \$5,221.50
Naria K Santa Lucia	Law Clerk; Of Counsel	2005	Litigation	30.40 44.90	\$175.00 \$315.00	\$5,320.00 \$14,143.50
Drue A Santora	Associate	2012	Corporate	45.90	\$520.00	\$23,868.00
Joseph U Schorer	Of Counsel	1978	Restructuring	1.00	\$495.00	\$495.00
Rachel Schulman	Of Counsel	1989	Restructuring	10.40 483.90 535.50 236.70	\$460.00 \$485.00 \$520.00 \$595.00	\$4,784.00 \$234,691.50 \$278,460.00 \$140,836.50

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Samuel A Schwartz	Associate	1997	Restructuring	559.90	\$320.00	\$179,168.00
				817.50	\$360.00	\$294,300.00
				244.80	\$390.00	\$95,472.00
Todd M Schwartz	Associate	2007	Restructuring	26.70	\$710.00	\$18,957.00
Michael E Scoville	Associate	2006	Litigation	6.20	\$455.00	\$2,821.00
Sarah Seewer	Partner	2002	Restructuring	26.50	\$695.00	\$18,417.50
Christian C Semonsen	Partner	1999	Environmental	1.50	\$610.00	\$915.00
				12.90	\$750.00	\$9,675.00
				8.50	\$795.00	\$6,757.50
				0.80	\$840.00	\$672.00
Joseph Serino, Jr., P.C.	Partner	1988	Litigation	59.20	\$710.00	\$42,032.00
Ashley Share	Associate	2006	Restructuring	126.30	\$370.00	\$46,731.00
Jennifer Sheehan	Associate	2009	Real Estate	2.20	\$715.00	\$1,573.00
				25.00	\$750.00	\$18,750.00
Pratibha J Shenoy	Associate; Of Counsel	2001	Taxation	297.10	\$235.00	\$69,818.50
				209.70	\$280.00	\$58,716.00
				12.80	\$330.00	\$4,224.00
				60.10	\$345.00	\$20,734.50
				216.70	\$385.00	\$83,429.50
				37.50	\$400.00	\$15,000.00
				120.60	\$515.00	\$62,109.00
				0.50	\$540.00	\$270.00
Michael Shipley	Associate	2004	Litigation	1.30	\$435.00	\$565.50
Michael D Shumsky	Associate; Partner	2004	Litigation	50.50	\$285.00	\$14,392.50
				326.20	\$315.00	\$102,753.00
				236.50	\$365.00	\$86,322.50
				78.70	\$395.00	\$31,086.50
				150.60	\$435.00	\$65,511.00
				5.50	\$475.00	\$2,612.50
				74.40	\$500.00	\$37,200.00
				282.80	\$535.00	\$151,298.00
				8.90	\$580.00	\$5,162.00
S Jonathan Silverman	Partner	1992	Litigation	88.10	\$430.00	\$37,883.00
Lori Sinanyan	Associate; Partner	2000	Restructuring	23.30	\$405.00	\$9,436.50
				739.80	\$440.00	\$325,512.00
				350.90	\$455.00	\$159,659.50
				318.60	\$485.00	\$154,521.00
				25.70	\$510.00	\$13,107.00
				231.20	\$545.00	\$126,004.00
				1,271.20	\$560.00	\$711,872.00
				386.30	\$605.00	\$233,711.50
Gregory L Skidmore	Associate	2006	Litigation	79.80	\$315.00	\$25,137.00
				8.50	\$355.00	\$3,017.50
				149.90	\$395.00	\$59,210.50
				1.20	\$435.00	\$522.00
				185.90	\$465.00	\$86,443.50
				24.10	\$510.00	\$12,291.00
Aaron Slavutin	Associate	2010	Restructuring	2.70	\$545.00	\$1,471.50
				114.20	\$520.00	\$59,384.00

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Jacqueline H Sloan	Associate	1995	Restructuring	3.00 213.80	\$280.00 \$440.00	\$840.00 \$94,072.00
Coree C Smith	Partner	2001	Real Estate	2.30	\$805.00	\$1,851.50
Douglas G Smith, P.C.	Associate; Partner	1996	Litigation	27.50 1.00 35.40 18.70 23.00 230.20 10.50 28.80	\$315.00 \$330.00 \$380.00 \$385.00 \$435.00 \$665.00 \$815.00 \$890.00	\$8,662.50 \$330.00 \$13,452.00 \$7,199.50 \$10,005.00 \$153,083.00 \$8,557.50 \$25,632.00
Renee D Smith	Partner	1995	Litigation	26.20 535.00 734.60 21.00	\$390.00 \$515.00 \$550.00 \$580.00	\$10,218.00 \$275,525.00 \$404,030.00 \$12,180.00
Bennett L Spiegel	Partner	1985	Restructuring	42.20 613.60 105.50	\$445.00 \$685.00 \$690.00	\$18,779.00 \$420,316.00 \$72,795.00
James H M Sprayregen, P.C.	Partner	1985	Restructuring	69.80 22.40 0.40 10.20	\$625.00 \$995.00 \$1,045.00 \$1,125.00	\$43,625.00 \$22,288.00 \$418.00 \$11,475.00
Brian T Stansbury	Associate; Partner	2002	Litigation	445.80 303.10 1,781.40 900.40 922.00 853.30 941.20 601.70 1,607.60 17.80 16.60 36.70 8.60	\$325.00 \$360.00 \$365.00 \$400.00 \$435.00 \$465.00 \$500.00 \$520.00 \$550.00 \$600.00 \$665.00 \$725.00 \$760.00	\$144,885.00 \$109,116.00 \$650,211.00 \$360,160.00 \$401,070.00 \$396,784.50 \$470,600.00 \$312,884.00 \$884,180.00 \$10,680.00 \$11,039.00 \$26,607.50 \$6,536.00
Kenneth W Starr	Partner	1973	Litigation	1.40	\$705.00	\$987.00
R Timothy Stephenson	Partner	1990	Labor & Employment	8.00	\$350.00	\$2,800.00
Jane D Stiegman	Law Clerk; Associate	2002	General; Environmental	25.40 3.50 63.00 84.60 15.20 11.60	\$125.00 \$150.00 \$325.00 \$340.00 \$375.00 \$395.00	\$3,175.00 \$525.00 \$20,475.00 \$28,764.00 \$5,700.00 \$4,582.00
Dominik Stuehler	Associate	2004	Corporate	0.80	\$530.00	\$424.00
Nara Sugino	Associate	2001	Taxation	46.30 59.60	\$235.00 \$280.00	\$10,880.50 \$16,688.00
Christopher B Sullivan	Associate; Partner	1995	Litigation	241.30 315.90 228.50	\$350.00 \$365.00 \$390.00	\$84,455.00 \$115,303.50 \$89,115.00

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Paul D Tanaka	Associate	2000	Environmental	16.70	\$560.00	\$9,352.00
John Tangren	Associate	2003	Litigation	13.00	\$395.00	\$5,135.00
Rosanna M Taormina	Associate	2005	Litigation	235.90	\$245.00	\$57,795.50
				108.90	\$275.00	\$29,947.50
				177.80	\$285.00	\$50,673.00
Vincente Tennerelli	Associate	2008	Restructuring	31.30	\$335.00	\$10,485.50
				9.80	\$365.00	\$3,577.00
Henry A Thompson, II	Associate	2006	Litigation	609.00	\$240.00	\$146,160.00
				882.40	\$275.00	\$242,660.00
				999.10	\$315.00	\$314,716.50
				647.00	\$350.00	\$226,450.00
				127.70	\$395.00	\$50,441.50
				13.30	\$430.00	\$5,719.00
LeighAnne Thompson	Associate	2010	Employee Benefits	21.70	\$360.00	\$7,812.00
William E Trachman	Associate	2006	Litigation	250.30	\$240.00	\$60,072.00
				225.40	\$275.00	\$61,985.00
Tia Trout-Perez	Associate	2008	Litigation	9.40	\$295.00	\$2,773.00
Tammy A Tsoumas	Associate	2007	Litigation	99.00	\$330.00	\$32,670.00
				28.20	\$350.00	\$9,870.00
Laurence A Urgenson	Partner	1976	Litigation	171.30	\$600.00	\$102,780.00
				445.10	\$610.00	\$271,511.00
				1,605.10	\$745.00	\$1,195,799.50
				513.20	\$795.00	\$407,994.00
				691.60	\$835.00	\$577,486.00
				591.10	\$925.00	\$546,767.50
Rafael J Valdes	Associate	2007	Restructuring	18.60	\$470.00	\$8,742.00
Jeffrey B Wall	Associate	2006	Litigation	5.50	\$455.00	\$2,502.50
Xiaojie Wang	Associate	2002	Taxation	27.10	\$235.00	\$6,368.50
Edward W Warren, P.C.	Of Counsel	1969	Environmental	16.50	\$695.00	\$11,467.50
Ingrid Warren	Contract Attorney	1996	Restructuring	19.30	\$270.00	\$5,211.00
Brad Weiland	Associate	2008	Restructuring	35.00	\$505.00	\$17,675.00
				100.50	\$540.00	\$54,270.00
				70.00	\$590.00	\$41,300.00
				2.10	\$625.00	\$1,312.50
				7.90	\$675.00	\$5,332.50
Beth M Weinstein	Associate	2007	Litigation	49.00	\$350.00	\$17,150.00
Steven M Wellner	Partner	1985	Environmental	27.70	\$505.00	\$13,988.50
Sara E Whyte	Partner	2005	Corporate	8.20	\$795.00	\$6,519.00
P Renee Wicklund	Associate	1999	Litigation	41.00	\$265.00	\$10,865.00
				100.30	\$300.00	\$30,090.00
Ryan Wilkins	Associate	2008	Litigation	183.70	\$320.00	\$58,784.00
L Mark Wine, P.C.	Partner; Of Counsel	1970	Environmental	0.60	\$505.00	\$303.00
				1.50	\$540.00	\$810.00
				16.70	\$775.00	\$12,942.50
				3.70	\$810.00	\$2,997.00
Daniel E Wolf, P.C.	Partner	1996	Corporate	1.20	\$965.00	\$1,158.00

Attorney	Position with the Applicant and Year Admitted		Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Eric B Wolff	Associate	1998	Litigation	11.30	\$395.00	\$4,463.50
				34.90	\$435.00	\$15,181.50
				7.50	\$445.00	\$3,337.50
				23.50	\$450.00	\$10,575.00
Peter J Wozniak	Associate	2007	Litigation	512.80	\$275.00	\$141,020.00
				62.70	\$295.00	\$18,496.50
Cheryl Yuan	Associate	2009	Corporate	10.70	\$365.00	\$3,905.50
Clement Yee	Associate	2009	Restructuring	137.20	\$365.00	\$50,078.00
				290.20	\$415.00	\$120,433.00
William D A Zerhouni	Associate	2004	Litigation	59.40	\$225.00	\$13,365.00
Evan C Zoldan	Associate	2004	Litigation	900.90	\$315.00	\$283,783.50
				565.80	\$365.00	\$206,517.00
				387.80	\$395.00	\$153,181.00
				359.80	\$435.00	\$156,513.00
				3.00	\$475.00	\$1,425.00
David J Zott, P.C.	Partner	1986	Litigation	39.10	\$475.00	\$18,572.50
Attorney Totals				244,160.00		\$128,863,753.50

The paraprofessionals of K&E who rendered professional services in these cases during the Final Fee Period are:⁵²

Paraprofessional	Position with the Applicant	Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Jesse Aguilar	Legal Assistant	Restructuring	25.50	\$220.00	\$5,610.00
			8.50	\$225.00	\$1,912.50
			5.70	\$235.00	\$1,339.50
April J Albrecht-Paliga	Technology Services; Litigation Suppt Cons	Litigation	39.60	\$160.00	\$6,336.00
			246.70	\$165.00	\$40,705.50
			11.80	\$170.00	\$2,006.00
			13.60	\$190.00	\$2,584.00
			306.40	\$200.00	\$61,280.00
			15.40	\$210.00	\$3,234.00
Matthew J Alexander	Legal Assistant; Law Clerk	Litigation; General	6.00	\$245.00	\$1,470.00
			17.70	\$160.00	\$2,832.00
Benjamin J Alke	Project Assistant	Litigation	105.50	\$205.00	\$21,627.50
			564.30	\$70.00	\$39,501.00
Jennifer H Andelova	Other	Admin Services	245.10	\$90.00	\$22,059.00
Aletheia V Anderson	Project Assistant	Restructuring	19.00	\$130.00	\$2,470.00
Toni Anderson	Technology Services	Litigation	0.20	\$70.00	\$14.00
			137.60	\$95.00	\$13,072.00
			45.00	\$115.00	\$5,175.00
David Andrews	Legal Assistant	Restructuring	6.20	\$165.00	\$1,023.00
			0.50	\$235.00	\$117.50
			0.90	\$190.00	\$171.00

⁵² Any party requiring further information regarding any paraprofessional may contact K&E.

Paraprofessional	Position with the Applicant	Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Mark J Arnot	Project Assistant	Litigation	31.70	\$110.00	\$3,487.00
			17.80	\$120.00	\$2,136.00
Elizabeth A Arundel	Legal Assistant	Restructuring	78.80	\$185.00	\$14,578.00
			171.50	\$215.00	\$36,872.50
Raquel Bacchus	Legal Assistant	Intellectual Property	6.30	\$250.00	\$1,575.00
Sosun Bae	Law Clerk	General	22.50	\$175.00	\$3,937.50
Daniel B Baglio	Case Assistant	Restructuring	102.50	\$60.00	\$6,150.00
Jefferey D Bailey	Law Clerk	Litigation	27.50	\$195.00	\$5,362.50
Amy M Balkema	Legal Assistant	Litigation	57.50	\$145.00	\$8,337.50
			18.00	\$160.00	\$2,880.00
			34.50	\$175.00	\$6,037.50
Emelda Basallo	Case Assistant	Litigation	11.50	\$110.00	\$1,265.00
Benjamin W Bates	Law Clerk	Corporate	24.30	\$145.00	\$3,523.50
Belinda Beecham-Harris	Case Assistant	Litigation	68.50	\$115.00	\$7,877.50
Emily M Bell	Law Clerk	General	15.60	\$195.00	\$3,042.00
Colleen N Benjamin	Legal Assistant	Litigation	18.50	\$160.00	\$2,960.00
Daniel F Bennett	Project Assistant	Litigation	117.00	\$70.00	\$8,190.00
Senai T Berayes	Legal Assistant	Litigation	301.60	\$175.00	\$52,780.00
Alexander L Berg	Law Clerk	General	29.00	\$185.00	\$5,365.00
Emily Beverage	Case Assistant	Restructuring	4.70	\$160.00	\$752.00
Tiana A Bey	Legal Assistant	Litigation	12.80	\$215.00	\$2,752.00
			20.50	\$225.00	\$4,612.50
Deborah L Bibbs	Case Assistant; Legal Assistant	Litigation; Restructuring	10.50	\$120.00	\$1,260.00
			13.50	\$140.00	\$1,890.00
			1,028.20	\$165.00	\$169,653.00
			1,189.00	\$190.00	\$225,910.00
			1,595.50	\$195.00	\$311,122.50
			1,299.20	\$205.00	\$266,336.00
			374.40	\$215.00	\$80,496.00
			30.60	\$245.00	\$7,497.00
Michael Bidegain	Conflicts Analyst II	Admin Services	55.00	\$195.00	\$10,725.00
Courtney Biggins	Project Assistant	Litigation	217.90	\$145.00	\$31,595.50
			36.30	\$150.00	\$5,445.00
Aaron D Birnbaum	Project Assistant	Litigation	100.50	\$70.00	\$7,035.00
Marjolaine Blake	Project Assistant	Litigation	125.70	\$175.00	\$21,997.50
			172.70	\$185.00	\$31,949.50
Claire O Bonk	Project Assistant	Restructuring	106.20	\$105.00	\$11,151.00
Shaun Booth	Case Assistant	Restructuring	16.70	\$150.00	\$2,505.00
Nina Boras	Project Assistant	Litigation	25.50	\$145.00	\$3,697.50
David M Boutrous	Case Assistant; Legal Assistant	Litigation	1,039.30	\$135.00	\$140,305.50
			1,509.90	\$140.00	\$211,386.00
			918.30	\$155.00	\$142,336.50
Wenette Bradford	Project Assistant	Restructuring	1.00	\$105.00	\$105.00
Karen Bradshaw	Law Clerk	Corporate	74.00	\$205.00	\$15,170.00

Paraprofessional	Position with the Applicant	Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Derek J Bremer	Technology Services; Trial Tech Consultant	Litigation	59.40	\$200.00	\$11,880.00
			487.10	\$205.00	\$99,855.50
			1,519.90	\$240.00	\$364,776.00
			78.10	\$255.00	\$19,915.50
Emily L Bretas	Law Clerk	General	14.90	\$185.00	\$2,756.50
Andrew Brniak	Case Assistant; Legal Assistant	Restructuring	62.10	\$125.00	\$7,762.50
			15.10	\$165.00	\$2,491.50
			29.00	\$225.00	\$6,525.00
			83.40	\$240.00	\$20,016.00
			42.10	\$250.00	\$10,525.00
			3.20	\$265.00	\$848.00
Megan M Brown	Project Assistant; Legal Assistant	Litigation	44.50	\$155.00	\$6,897.50
			1,098.20	\$180.00	\$197,676.00
			1,288.10	\$190.00	\$244,739.00
Kelly Brummet	Project Assistant	Litigation	63.20	\$135.00	\$8,532.00
			5.80	\$150.00	\$870.00
Allison W Buchner	Law Clerk	General	10.00	\$195.00	\$1,950.00
Matthew Buckley	Law Clerk	Litigation	48.60	\$175.00	\$8,505.00
Caroline D Buddensick	Case Assistant; Legal Assistant	Litigation	1,044.60	\$135.00	\$141,021.00
			132.00	\$140.00	\$18,480.00
			127.70	\$175.00	\$22,347.50
Ashley J Burden	Law Clerk	Litigation	15.50	\$175.00	\$2,712.50
Heather Burke	Project Assistant	Litigation	12.50	\$130.00	\$1,625.00
Jessica K Busan	Legal Assistant	Litigation	51.80	\$200.00	\$10,360.00
Jon D Canty	Technology Services	Litigation	5.50	\$195.00	\$1,072.50
Raquel Carrillo	Legal Assistant	Litigation	111.90	\$100.00	\$11,190.00
Stephanie R Cashman	Project Assistant	Litigation	139.30	\$90.00	\$12,537.00
			152.20	\$110.00	\$16,742.00
Kathleen E Cawley	Legal Assistant	Litigation	123.50	\$230.00	\$28,405.00
			202.60	\$235.00	\$47,611.00
			79.10	\$245.00	\$19,379.50
			8.00	\$250.00	\$2,000.00
			6.00	\$260.00	\$1,560.00
Amber M Cerveny	Project Assistant	Restructuring	19.00	\$120.00	\$2,280.00
Jessica Chen	Law Clerk	General	52.20	\$205.00	\$10,701.00
Jessica Coleman	Case Assistant	Corporate	3.80	\$200.00	\$760.00
Megan K Coleman	Project Assistant	Litigation	16.60	\$90.00	\$1,494.00
			60.00	\$110.00	\$6,600.00
Julia P Coney	Legal Assistant	Intellectual Property	37.00	\$225.00	\$8,325.00
Linda L Cordeiro	Case Assistant	Litigation	787.70	\$145.00	\$114,216.50
			343.70	\$150.00	\$51,555.00
Elizabeth Cox Arnold	Legal Assistant	Restructuring	6.20	\$150.00	\$930.00
			22.80	\$180.00	\$4,104.00
Michael A Coyne	Case Assistant; Legal Assistant	Litigation	667.60	\$105.00	\$70,098.00
			402.20	\$135.00	\$54,297.00
			370.00	\$165.00	\$61,050.00
Mary L Cribbin	Legal Assistant	Litigation	20.40	\$185.00	\$3,774.00

Paraprofessional	Position with the Applicant	Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
William G Cross	Project Assistant	Restructuring	16.80	\$130.00	\$2,184.00
			81.30	\$140.00	\$11,382.00
Erin Cullin	Project Assistant	Litigation	8.90	\$175.00	\$1,557.50
Cara C D'Amato	Conflicts Specialist	Admin Services	4.80	\$280.00	\$1,344.00
Grace D'Arcy	Law Clerk	Restructuring	4.90	\$270.00	\$1,323.00
Kimberly Davenport	Case Assistant	Litigation	41.50	\$120.00	\$4,980.00
			252.10	\$135.00	\$34,033.50
			238.00	\$150.00	\$35,700.00
Adam J Davies	Legal Assistant	Corporate	5.10	\$260.00	\$1,326.00
Michael Dawson	Case Assistant	Litigation	38.00	\$150.00	\$5,700.00
Katrina DeCelles	Project Assistant; Legal Assistant	Litigation; Restructuring	51.40	\$140.00	\$7,196.00
			143.50	\$145.00	\$20,807.50
			125.20	\$155.00	\$19,406.00
			46.80	\$160.00	\$7,488.00
			5.40	\$195.00	\$1,053.00
			25.80	\$205.00	\$5,289.00
David J Delsignore	Project Assistant	Restructuring	6.50	\$70.00	\$455.00
Lauren DeVault	Project Assistant	Restructuring	1,030.70	\$130.00	\$133,991.00
			372.70	\$140.00	\$52,178.00
			58.90	\$150.00	\$8,835.00
Lindsay A Dial	Case Assistant	Intellectual Property	18.80	\$155.00	\$2,914.00
Kenya L Donald	Practice Assistant	Admin Services	6.00	\$120.00	\$720.00
Lesley A Drinkwater	Project Assistant	Restructuring	17.20	\$70.00	\$1,204.00
Mahmood Dualeh	Technology Services	Litigation	28.00	\$215.00	\$6,020.00
			2.50	\$250.00	\$625.00
Gary A Duncan	Legal Assistant	Litigation	62.50	\$190.00	\$11,875.00
Kenneth W Dyche	Technology Services; Trial Tech Specialist	Litigation	1.50	\$220.00	\$330.00
			14.80	\$250.00	\$3,700.00
Margo Eckstein	Technology Services	Litigation	23.50	\$240.00	\$5,640.00
Terry Ellis	Case Assistant	Restructuring	21.50	\$115.00	\$2,472.50
Michael C Engelbrecht	Project Assistant	Litigation	49.50	\$120.00	\$5,940.00
Andrew Erskine	Project Assistant	Litigation	1,027.80	\$150.00	\$154,170.00
			1,389.30	\$155.00	\$215,341.50
Judith Everett	Legal Assistant	Litigation	6.00	\$230.00	\$1,380.00
Paul Fabsik	Legal Assistant	Restructuring	12.80	\$220.00	\$2,816.00
Lesley Fairley	Legal Assistant	Litigation	14.00	\$175.00	\$2,450.00
			253.00	\$255.00	\$64,515.00
			100.10	\$260.00	\$26,026.00
Kristen Kelly Farnsworth	Legal Assistant	Intellectual Property	1.80	\$190.00	\$342.00
Tanya R Fawcett	Case Assistant	Corporate	2.50	\$65.00	\$162.50
Michael S Fellner	Legal Assistant	Litigation	13.50	\$180.00	\$2,430.00
			2.00	\$190.00	\$380.00
Terry Fernbach	Contract Legal Asst	Restructuring	10.50	\$150.00	\$1,575.00
Catherine B Filippini	Project Assistant	Litigation	61.30	\$70.00	\$4,291.00
Charles R Finlen	Case Assistant	Litigation	26.30	\$105.00	\$2,761.50

Paraprofessional	Position with the Applicant	Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Timothy J Fitzsimmons	Legal Assistant	Litigation	1,136.30	\$175.00	\$198,852.50
			1,003.90	\$180.00	\$180,702.00
			863.00	\$190.00	\$163,970.00
			950.00	\$200.00	\$190,000.00
			1,038.50	\$225.00	\$233,662.50
			2,098.50	\$230.00	\$482,655.00
			1,192.50	\$240.00	\$286,200.00
			0.50	\$270.00	\$135.00
			0.50	\$300.00	\$150.00
Vivian J Fong	Law Clerk	General	83.20	\$205.00	\$17,056.00
Paul Fraumann	Legal Assistant	Restructuring	2.80	\$205.00	\$574.00
			2.10	\$215.00	\$451.50
Nora J Frazier	Case Assistant	Intellectual Property	312.50	\$115.00	\$35,937.50
Beth Friedman	Legal Assistant	Restructuring	14.40	\$265.00	\$3,816.00
			6.10	\$275.00	\$1,677.50
			8.10	\$285.00	\$2,308.50
			2.60	\$355.00	\$923.00
Stephanie D Frye	Conflicts Coordinator	Admin Services	11.00	\$185.00	\$2,035.00
			37.00	\$190.00	\$7,030.00
			30.80	\$195.00	\$6,006.00
			18.40	\$215.00	\$3,956.00
			10.50	\$230.00	\$2,415.00
			5.30	\$245.00	\$1,298.50
Greg A Furtado	Law Clerk	General	12.00	\$205.00	\$2,460.00
Thomas P Gallo	Investigator Consultant	Admin Services	12.80	\$300.00	\$3,840.00
			22.50	\$305.00	\$6,862.50
			16.80	\$610.00	\$10,248.00
Jonathan F Ganter	Law Clerk	General	98.10	\$205.00	\$20,110.50
Maria D Gaytan	Case Assistant; Legal Assistant	Litigation	161.80	\$135.00	\$21,843.00
			244.30	\$140.00	\$34,202.00
			1,913.20	\$145.00	\$277,414.00
			251.30	\$150.00	\$37,695.00
			1.00	\$200.00	\$200.00
			90.80	\$215.00	\$19,522.00
			26.50	\$230.00	\$6,095.00
			13.70	\$235.00	\$3,219.50
Michael Geiser	Law Clerk	Litigation	9.00	\$150.00	\$1,350.00
Miriam Geraghty	Project Assistant	Restructuring	71.50	\$85.00	\$6,077.50
Lauren Gerber	Law Clerk	General	29.10	\$205.00	\$5,965.50
Marvin R Gibbons, Jr.	Technology Services	Litigation	232.40	\$210.00	\$48,804.00
			100.90	\$215.00	\$21,693.50
			86.70	\$220.00	\$19,074.00
			66.00	\$225.00	\$14,850.00
			353.90	\$235.00	\$83,166.50
Britton R Giroux	Case Assistant; Legal Assistant	Litigation	1,169.50	\$135.00	\$157,882.50
			1,990.50	\$140.00	\$278,670.00
			750.10	\$145.00	\$108,764.50
			148.80	\$180.00	\$26,784.00
			384.20	\$190.00	\$72,998.00

Paraprofessional	Position with the Applicant	Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Sheila D Givens	Case Assistant	Litigation	55.50	\$125.00	\$6,937.50
			46.00	\$145.00	\$6,670.00
Yvette Golan	Law Clerk	Litigation	220.00	\$125.00	\$27,500.00
Jacob Goldfinger	Legal Assistant	Restructuring	27.60	\$180.00	\$4,968.00
			12.00	\$205.00	\$2,460.00
			6.20	\$210.00	\$1,302.00
			4.60	\$225.00	\$1,035.00
			42.70	\$235.00	\$10,034.50
			5.60	\$245.00	\$1,372.00
			11.00	\$320.00	\$3,520.00
Jonathan A Goldstein	Law Clerk	General	9.00	\$125.00	\$1,125.00
Shavone Green	Legal Assistant	Restructuring	5.00	\$265.00	\$1,325.00
Timothy Greene	Project Assistant	Litigation	715.70	\$140.00	\$100,198.00
			1,197.90	\$145.00	\$173,695.50
			143.50	\$155.00	\$22,242.50
Alyssa B Greenwald	Law Clerk	General	129.30	\$175.00	\$22,627.50
Larry M Griffin	Law Clerk	Litigation	13.50	\$175.00	\$2,362.50
Eric Gross	Project Assistant	Litigation	39.00	\$140.00	\$5,460.00
Wendi M Gundersen	Law Clerk	General	18.80	\$195.00	\$3,666.00
Meghan E Guzaitis	Legal Assistant	Litigation	4.80	\$280.00	\$1,344.00
Michael A Haley	Litigation Suppt Cons	Litigation	2.00	\$245.00	\$490.00
German A Hall	Technology Services	Litigation	57.20	\$185.00	\$10,582.00
			11.00	\$195.00	\$2,145.00
Matthew S Halloran	Legal Assistant	Litigation	10.00	\$215.00	\$2,150.00
Johnathon Hardaway	Law Clerk	Litigation	30.30	\$185.00	\$5,605.50
Robert P Harrington	Law Clerk	General	11.60	\$205.00	\$2,378.00
Edrick A Harris	Technology Services	Litigation	32.30	\$170.00	\$5,491.00
			5.50	\$180.00	\$990.00
Justin L Harris	Legal Assistant	Litigation	5.30	\$190.00	\$1,007.00
Kelly M Harris	Legal Assistant	Litigation	2.00	\$205.00	\$410.00
Alun Harris-John	Technology Services	Litigation	489.70	\$205.00	\$100,388.50
			21.50	\$210.00	\$4,515.00
			1,425.10	\$220.00	\$313,522.00
Mary Anne E Hartigan	Project Assistant	Litigation	13.00	\$140.00	\$1,820.00
Monica L Hartsock	Project Assistant	Restructuring	30.60	\$150.00	\$4,590.00
Alex H Hartzler	Project Assistant	Litigation	7.50	\$150.00	\$1,125.00
Donna J Hatcher	Technology Services	Litigation	106.80	\$185.00	\$19,758.00
			108.20	\$195.00	\$21,099.00
Meghan M Haynes	Legal Assistant	Litigation; Restructuring	260.50	\$175.00	\$45,587.50
			393.50	\$205.00	\$80,667.50
			65.00	\$215.00	\$13,975.00
Christopher M Healey	Law Clerk	Restructuring	7.00	\$205.00	\$1,435.00
Aaron P Heeringa	Administrative; Technology Services	Litigation	36.00	\$140.00	\$5,040.00
			19.90	\$165.00	\$3,283.50
David Helstowski	Project Assistant	Restructuring	7.20	\$150.00	\$1,080.00
Donald Henderson	Conflicts Specialist	Admin Services	3.70	\$280.00	\$1,036.00

Paraprofessional	Position with the Applicant	Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Michael Hensler	Project Assistant	Litigation	22.00	\$130.00	\$2,860.00
			149.50	\$145.00	\$21,677.50
			243.20	\$160.00	\$38,912.00
David Hernandez	Project Assistant	Restructuring	68.00	\$160.00	\$10,880.00
			117.50	\$165.00	\$19,387.50
Yolanda Herrera	Project Assistant	Litigation	2.80	\$165.00	\$462.00
			4.00	\$175.00	\$700.00
Mark E Hervey	Legal Assistant	Litigation	42.10	\$235.00	\$9,893.50
Robert D Higginbotham	Technology Services	Admin Services	50.50	\$160.00	\$8,080.00
Daniel Hill	Project Assistant	Restructuring	22.10	\$190.00	\$4,199.00
			22.00	\$200.00	\$4,400.00
Kimberly Hollingsworth	Legal Assistant	Restructuring	14.90	\$190.00	\$2,831.00
David C Holman	Law Clerk	General	67.30	\$205.00	\$13,796.50
Erin Hormozi	Technology Services	Litigation	34.40	\$170.00	\$5,848.00
			272.80	\$180.00	\$49,104.00
Amber A Horn	Case Assistant	Litigation	10.50	\$90.00	\$945.00
			1,035.20	\$105.00	\$108,696.00
Jua H Howard	Project Assistant	Litigation	0.50	\$70.00	\$35.00
Rina-Ann Hunter	Law Clerk	General	33.90	\$175.00	\$5,932.50
Elizabeth M Hutchins	Project Assistant	Litigation	89.90	\$160.00	\$14,384.00
Sylvia Igbinoia	Case Assistant	Litigation	57.50	\$115.00	\$6,612.50
			5.30	\$125.00	\$662.50
			24.40	\$130.00	\$3,172.00
Claude W Irmis	Legal Assistant	Restructuring	11.30	\$250.00	\$2,825.00
			20.90	\$255.00	\$5,329.50
			3.60	\$265.00	\$954.00
Gina Jankelow	Conflicts Specialist	Admin Services	13.90	\$180.00	\$2,502.00
Desiree P January	Case Assistant	Litigation	17.40	\$105.00	\$1,827.00
Judith Jimenez	Legal Assistant	Litigation	10.80	\$175.00	\$1,890.00
Ayesha Johnson	Case Assistant; Legal Assistant	Litigation	594.40	\$140.00	\$83,216.00
			789.30	\$145.00	\$114,448.50
			0.50	\$180.00	\$90.00
			193.40	\$190.00	\$36,746.00
			5.30	\$200.00	\$1,060.00
Cheri L Johnson	Legal Assistant	Restructuring	1.00	\$140.00	\$140.00
Jessica L Johnson	Project Assistant	Litigation	10.50	\$145.00	\$1,522.50
Kenneth Kates	Project Assistant	Litigation	71.20	\$140.00	\$9,968.00
Katherine R Katz	Law Clerk	General	48.90	\$205.00	\$10,024.50
Daniel Kelleher	Legal Assistant	Restructuring	199.30	\$225.00	\$44,842.50
David L Kern	Legal Assistant	Litigation	11.50	\$165.00	\$1,897.50
			8.50	\$180.00	\$1,530.00
Michael R Kilgariff	Project Assistant	Litigation	625.20	\$145.00	\$90,654.00
			1,672.90	\$150.00	\$250,935.00

Paraprofessional	Position with the Applicant	Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Sorah Kim	Project Assistant	Litigation	38.80	\$110.00	\$4,268.00
			113.50	\$120.00	\$13,620.00
			104.00	\$130.00	\$13,520.00
			15.50	\$140.00	\$2,170.00
Jonathan Knisley	Project Assistant	Litigation	72.10	\$140.00	\$10,094.00
Jordan D Knol	Case Assistant	Corporate	6.10	\$210.00	\$1,281.00
Melissa Knost	Project Assistant	Intellectual Property	20.50	\$130.00	\$2,665.00
Emily J Knox	Project Assistant	Litigation	1.30	\$70.00	\$91.00
			30.00	\$80.00	\$2,400.00
			72.90	\$95.00	\$6,925.50
Eugene Kozob	Project Assistant	Corporate	14.10	\$140.00	\$1,974.00
Ellen J Kratofil	Conflicts Specialist	Admin Services	60.50	\$200.00	\$12,100.00
			18.00	\$210.00	\$3,780.00
			4.50	\$220.00	\$990.00
			9.90	\$235.00	\$2,326.50
Alison R Kucera	Project Assistant	Intellectual Property	1.30	\$70.00	\$91.00
Jocelyn C Kuo	Legal Assistant	Restructuring	10.80	\$215.00	\$2,322.00
Rebecca A Kurysz	Other	Admin Services	14.50	\$115.00	\$1,667.50
			10.40	\$120.00	\$1,248.00
Seth B Kutnick	Project Assistant	Litigation	492.70	\$90.00	\$44,343.00
Susan R Lacheman	Technology Services	Litigation	11.50	\$195.00	\$2,242.50
Christopher Lambert	Legal Assistant	Corporate	2.80	\$295.00	\$826.00
Rebecca R Landau	Project Assistant	Corporate	16.00	\$80.00	\$1,280.00
			31.00	\$90.00	\$2,790.00
Travis J Langenkamp	Legal Assistant	Litigation	4.00	\$130.00	\$520.00
			1,167.80	\$245.00	\$286,111.00
			909.20	\$250.00	\$227,300.00
			569.70	\$260.00	\$148,122.00
			1.00	\$270.00	\$270.00
			1.00	\$290.00	\$290.00
Rosaline Langley	Project Assistant	Litigation	14.00	\$115.00	\$1,610.00
			26.30	\$130.00	\$3,419.00
Whitney Lappley	Project Assistant	Restructuring	344.00	\$130.00	\$44,720.00
Beth Larsen	Law Clerk	Corporate	32.40	\$145.00	\$4,698.00
Eric A Larson	Law Clerk	Litigation	21.30	\$205.00	\$4,366.50
William T Lauchman	Case Assistant	Litigation	3.00	\$145.00	\$435.00
Daniel J Lee	Project Assistant	Restructuring	4.50	\$70.00	\$315.00
Keith R Leluga	Project Assistant	Litigation	25.00	\$140.00	\$3,500.00
			56.00	\$145.00	\$8,120.00
			13.60	\$155.00	\$2,108.00
			91.50	\$160.00	\$14,640.00
Denise Lesniak	Case Assistant	Litigation	3.80	\$145.00	\$551.00
Magali Lespinasse Lee	Legal Assistant	Restructuring	13.20	\$220.00	\$2,904.00
			48.40	\$225.00	\$10,890.00
			70.60	\$235.00	\$16,591.00
Mark Liang	Law Clerk	General	35.30	\$215.00	\$7,589.50

Paraprofessional	Position with the Applicant	Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
David Liebowitz	Legal Assistant	Real Estate	52.80	\$300.00	\$15,840.00
Michael Lim	Loss Prevention Compliance Specialist	Admin Services	6.30	\$155.00	\$976.50
			4.00	\$165.00	\$660.00
			3.00	\$195.00	\$585.00
Joseph A Little	Law Clerk	General	14.30	\$185.00	\$2,645.50
Gayle M Lodygowski	Case Assistant	Litigation; Intellectual Property	5.20	\$65.00	\$338.00
			3.00	\$75.00	\$225.00
			398.80	\$160.00	\$63,808.00
Rhonda Lopera	Legal Assistant	Restructuring	144.90	\$200.00	\$28,980.00
			1,264.50	\$210.00	\$265,545.00
Tony Lopez	Law Clerk	General	15.50	\$175.00	\$2,712.50
Marot Lorimer	Legal Assistant	Litigation	41.60	\$250.00	\$10,400.00
Kimberly K Love	Legal Assistant	Litigation	16.00	\$155.00	\$2,480.00
			17.30	\$210.00	\$3,633.00
			420.40	\$235.00	\$98,794.00
			710.30	\$240.00	\$170,472.00
			2,111.40	\$250.00	\$527,850.00
			664.80	\$260.00	\$172,848.00
			837.00	\$280.00	\$234,360.00
			843.80	\$295.00	\$248,921.00
			781.10	\$310.00	\$242,141.00
Viktoria Lovei	Law Clerk	Litigation	26.90	\$325.00	\$8,742.50
			43.90	\$175.00	\$7,682.50
			25.00	\$165.00	\$4,125.00
Anne R Lubinsky	Technology Services	Litigation	14.00	\$180.00	\$2,520.00
			15.40	\$190.00	\$2,926.00
			25.60	\$145.00	\$3,712.00
Brian M Lutz	Law Clerk	Corporate	25.60	\$145.00	\$3,712.00
Jane B Mackie	Project Assistant	Restructuring	227.90	\$120.00	\$27,348.00
Emily Malloy	Project Assistant; Legal Assistant	Litigation	2,023.40	\$140.00	\$283,276.00
			205.90	\$145.00	\$29,855.50
			86.40	\$260.00	\$22,464.00
Thomas Mangne	Technology Services	Litigation	9.20	\$240.00	\$2,208.00
			1.00	\$250.00	\$250.00
Alan J Mathis	Technology Services	Litigation	15.00	\$160.00	\$2,400.00
			8.00	\$165.00	\$1,320.00
Blair B Matyszczyk	Project Assistant	Litigation	58.10	\$135.00	\$7,843.50
Jennifer McCarthy	Legal Assistant	Litigation	50.70	\$165.00	\$8,365.50
Maureen McCarthy	Legal Assistant	Restructuring	55.30	\$180.00	\$9,954.00
			176.20	\$185.00	\$32,597.00
			72.10	\$190.00	\$13,699.00
			80.90	\$220.00	\$17,798.00
			153.50	\$225.00	\$34,537.50
			131.40	\$235.00	\$30,879.00
			105.50	\$245.00	\$25,847.50
			33.50	\$260.00	\$8,710.00
			35.80	\$285.00	\$10,203.00
			83.10	\$300.00	\$24,930.00
			85.00	\$315.00	\$26,775.00
			8.70	\$330.00	\$2,871.00
Jennifer L McClintock	Project Assistant	Restructuring	1.00	\$85.00	\$85.00

Paraprofessional	Position with the Applicant	Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Tracy J McCollom	Project Assistant	Restructuring	72.20	\$105.00	\$7,581.00
			535.80	\$130.00	\$69,654.00
Katie McCrone	Project Assistant	Restructuring	329.80	\$150.00	\$49,470.00
David D McGroarty	Case Assistant	Litigation	16.10	\$105.00	\$1,690.50
Suzanne J McPhail	Legal Assistant	Litigation	187.20	\$185.00	\$34,632.00
Suzanne J McPhail	Legal Assistant	Litigation	97.00	\$190.00	\$18,430.00
Christopher L Meatto	Case Assistant	Intellectual Property	7.80	\$155.00	\$1,209.00
Laura E Mellis	Legal Assistant	International Trade	400.70	\$160.00	\$64,112.00
			2,059.10	\$175.00	\$360,342.50
			1,107.60	\$180.00	\$199,368.00
Marguerite M Melvin	Legal Assistant	Restructuring	105.10	\$150.00	\$15,765.00
P Ryan Messier	Case Assistant; Legal Assistant	Litigation	435.50	\$140.00	\$60,970.00
			757.40	\$145.00	\$109,823.00
			19.80	\$190.00	\$3,762.00
Nathanael F Meyers	Legal Assistant	Restructuring	64.10	\$150.00	\$9,615.00
Eric B Miller	Project Assistant; Legal Assistant	Restructuring; Litigation	0.20	\$70.00	\$14.00
			198.20	\$160.00	\$31,712.00
			149.00	\$175.00	\$26,075.00
Sophie Milrom	Case Assistant	Intellectual Property	6.50	\$150.00	\$975.00
Marc Minarich	Project Assistant	Corporate	21.10	\$145.00	\$3,059.50
Adam Minarich	Technology Services	Litigation	1.50	\$180.00	\$270.00
Sabrina M Mitchell	Project Assistant	Restructuring	368.20	\$70.00	\$25,774.00
			617.20	\$85.00	\$52,462.00
Lauren Mitchell-Dawson	Legal Assistant	Environment	1.30	\$165.00	\$214.50
			17.80	\$200.00	\$3,560.00
			10.10	\$225.00	\$2,272.50
			1.00	\$250.00	\$250.00
			2.50	\$295.00	\$737.50
Mathias M Mondino	Case Assistant	Litigation	46.20	\$155.00	\$7,161.00
			6.50	\$165.00	\$1,072.50
LeMar Moore	Law Clerk	General	42.50	\$205.00	\$8,712.50
Robert E Moore	Technology Services	Litigation	6.50	\$200.00	\$1,300.00
			6.50	\$205.00	\$1,332.50
			19.40	\$235.00	\$4,559.00
Mary Mortell	Project Assistant	Restructuring	416.50	\$130.00	\$54,145.00
Michal Moskovich	Project Assistant	Restructuring	44.80	\$140.00	\$6,272.00
Erin E Murphy	Law Clerk	General	58.70	\$175.00	\$10,272.50
Wayne Myers	Law Clerk	Litigation	15.70	\$185.00	\$2,904.50
Michael G Najjarpour	Project Assistant	Restructuring	153.70	\$140.00	\$21,518.00
Byambasuren Naran TUYA	Case Assistant	Litigation	644.20	\$135.00	\$86,967.00
			14.80	\$140.00	\$2,072.00
Maria Negron	Case Assistant	Litigation	878.20	\$115.00	\$100,993.00
			247.00	\$125.00	\$30,875.00
			205.30	\$135.00	\$27,715.50
Thomas N Nelson, Jr.	Technology Services	Litigation	5.00	\$200.00	\$1,000.00

Paraprofessional	Position with the Applicant	Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Michael D Nicolalda	Project Assistant	Litigation	49.00	\$120.00	\$5,880.00
			156.40	\$130.00	\$20,332.00
Aaron L Nielson	Law Clerk	General	35.80	\$175.00	\$6,265.00
Uzoma N Nkwonta	Law Clerk	General	40.80	\$195.00	\$7,956.00
Laura Now	Project Assistant	Litigation	15.50	\$150.00	\$2,325.00
A Nowak	Case Assistant	Restructuring	3.00	\$65.00	\$195.00
Lolita Nurse	Case Assistant	Litigation	66.60	\$115.00	\$7,659.00
Martin O'Brien	Legal Assistant	Corporate	28.00	\$330.00	\$9,240.00
Matthew H O'Brien	Law Clerk	Restructuring	38.40	\$175.00	\$6,720.00
Michelle R O'Brien	Case Assistant	Restructuring	55.90	\$145.00	\$8,105.50
Emily S O'Connor	Project Assistant	Restructuring	3.20	\$170.00	\$544.00
			30.60	\$180.00	\$5,508.00
Matthew M O'Connor	Case Assistant	Litigation	20.00	\$135.00	\$2,700.00
Bridgett Ofosu	Case Assistant	Litigation	259.00	\$135.00	\$34,965.00
Joseph O'Hara	Project Assistant	Litigation	29.50	\$145.00	\$4,277.50
Shawn M Olender	Case Assistant	Litigation	245.90	\$145.00	\$35,655.50
			691.20	\$150.00	\$103,680.00
Elizabeth Ori	Project Assistant	Restructuring	15.50	\$130.00	\$2,015.00
Robert Orren	Case Assistant; Legal Assistant	Restructuring	12.10	\$155.00	\$1,875.50
			11.60	\$175.00	\$2,030.00
			5.00	\$180.00	\$900.00
			1.00	\$215.00	\$215.00
			2.30	\$230.00	\$529.00
			4.10	\$245.00	\$1,004.50
			9.10	\$290.00	\$2,639.00
Khalid M Osman	Legal Assistant	Litigation	7.50	\$200.00	\$1,500.00
			286.80	\$230.00	\$65,964.00
			924.50	\$240.00	\$221,880.00
Carlos A Padilla	Legal Assistant	Litigation	170.60	\$195.00	\$33,267.00
			494.50	\$205.00	\$101,372.50
Natalya Palma	Legal Assistant	Litigation	235.70	\$180.00	\$42,426.00
			492.90	\$190.00	\$93,651.00
Isidro N Panizales	Project Assistant	Restructuring	13.20	\$105.00	\$1,386.00
David M Parker	Case Assistant	Litigation	1.50	\$150.00	\$225.00
Alicja M Patela	Case Assistant	Litigation	616.70	\$135.00	\$83,254.50
			1,476.30	\$140.00	\$206,682.00
Anna V Patela-Eisen	Legal Assistant	Litigation	25.00	\$235.00	\$5,875.00
Joseph A Patrevito	Project Assistant	Restructuring	51.00	\$90.00	\$4,590.00
			12.70	\$130.00	\$1,651.00
Lidija Pegan	Legal Assistant	Litigation	10.50	\$195.00	\$2,047.50
Jane Penley	Project Assistant	Restructuring	112.90	\$145.00	\$16,370.50
			25.40	\$150.00	\$3,810.00
Susan J Perry	Legal Assistant	Restructuring	27.40	\$260.00	\$7,124.00
			3.80	\$270.00	\$1,026.00
Michelle Peterson	Project Assistant	Restructuring	44.00	\$150.00	\$6,600.00
			33.50	\$155.00	\$5,192.50
Alexandra S Peurach	Law Clerk	General	48.80	\$205.00	\$10,004.00

Paraprofessional	Position with the Applicant	Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Katherine K Phillips	Legal Assistant	Restructuring	1,041.80 39.00	\$180.00 \$185.00	\$187,524.00 \$7,215.00
Joshua C Pierce	Case Assistant	Litigation	320.10 515.40	\$105.00 \$135.00	\$33,610.50 \$69,579.00
Nicholas W Pilchak	Law Clerk	General	54.20	\$185.00	\$10,027.00
Melissa Piliere	Case Assistant	Corporate	15.50	\$65.00	\$1,007.50
Susan Polk	Legal Assistant	Taxation	16.00	\$180.00	\$2,880.00
Shirley A Pope	Legal Assistant	Litigation	825.20 1,133.20 676.60 207.10 147.10	\$155.00 \$180.00 \$190.00 \$200.00 \$210.00	\$127,906.00 \$203,976.00 \$128,554.00 \$41,420.00 \$30,891.00
Robert R Porter	Law Clerk	General	11.50	\$185.00	\$2,127.50
Bianca Portillo	Project Assistant	Restructuring	599.80 1,246.50 199.80	\$140.00 \$145.00 \$150.00	\$83,972.00 \$180,742.50 \$29,970.00
Catherine E Poulsen	Case Assistant	Restructuring	2.40	\$185.00	\$444.00
Sharon Powell	Loss Prevention Compliance Specialist	Admin Services	0.80	\$200.00	\$160.00
Lois Price	Contract Legal Assistant	Restructuring	36.00	\$150.00	\$5,400.00
Albinas J Prizgintas	Project Assistant	Litigation	13.80 24.30	\$140.00 \$145.00	\$1,932.00 \$3,523.50
Shamim A Prodhan	Technology Services	Litigation	114.50	\$185.00	\$21,182.50
Timothy B Pryzbylski	Legal Assistant	Taxation	122.00	\$170.00	\$20,740.00
Vidhya Ragunathan	Law Clerk	General	26.00 16.00	\$205.00 \$215.00	\$5,330.00 \$3,440.00
Aida A Ramos	Legal Assistant	Litigation	2.10 23.10	\$220.00 \$230.00	\$462.00 \$5,313.00
Stephanie A Rein	Case Assistant; Legal Assistant	Litigation	732.00 1,927.80 1,532.00	\$105.00 \$135.00 \$175.00	\$76,860.00 \$260,253.00 \$268,100.00
Roger D Rhoten	Law Clerk	Corporate	13.80	\$145.00	\$2,001.00
Brian Rittenhouse	Legal Assistant	Litigation	122.00 58.00	\$165.00 \$175.00	\$20,130.00 \$10,150.00
Michael F Rocco	Administrative	Admin Services	0.50	\$165.00	\$82.50
Anne Rogers	Conflicts Specialist	Admin Services	7.00 22.00	\$195.00 \$235.00	\$1,365.00 \$5,170.00
Morgan Rohrhofer	Case Assistant; Legal Assistant	Litigation	146.00 1,898.50 123.90 2.50	\$145.00 \$150.00 \$155.00 \$200.00	\$21,170.00 \$284,775.00 \$19,204.50 \$500.00
Marcela Romero	Case Assistant	Corporate	0.80	\$65.00	\$52.00
Daniel T Rooney	Legal Assistant	Litigation	825.70 1,936.10 1,076.90 977.60 1,289.90 10.40	\$215.00 \$225.00 \$230.00 \$240.00 \$250.00 \$290.00	\$177,525.50 \$435,622.50 \$247,687.00 \$234,624.00 \$322,475.00 \$3,016.00

Paraprofessional	Position with the Applicant	Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Michael A Rosenberg	Legal Assistant	Litigation	213.20	\$160.00	\$34,112.00
			993.90	\$165.00	\$163,993.50
			666.10	\$175.00	\$116,567.50
			279.80	\$200.00	\$55,960.00
			29.60	\$205.00	\$6,068.00
Andrew J Ross	Case Assistant	Litigation	1,157.50	\$140.00	\$162,050.00
			1,285.90	\$145.00	\$186,455.50
Aaron Rutell	Technology Services	Litigation	51.50	\$160.00	\$8,240.00
			263.50	\$165.00	\$43,477.50
			522.40	\$190.00	\$99,256.00
Allison Ryan	Project Assistant	Restructuring	16.70	\$120.00	\$2,004.00
Emily Rybak	Case Assistant	Litigation	4.50	\$155.00	\$697.50
Nicholas Sabloff	Project Assistant	Restructuring	43.30	\$130.00	\$5,629.00
Kenneth Sampson	Conflicts Analyst I	Admin Services	10.70	\$185.00	\$1,979.50
Neal F San Diego	Case Assistant	Litigation	204.20	\$155.00	\$31,651.00
Karla Sanchez	Project Assistant	Litigation	633.70	\$135.00	\$85,549.50
			1,027.50	\$140.00	\$143,850.00
Shefali Saxena	Case Assistant	Litigation	24.70	\$150.00	\$3,705.00
Jamie A Schafer	Law Clerk	General	22.00	\$215.00	\$4,730.00
Stuart Schmadeke	Case Assistant	Intellectual Property	8.10	\$145.00	\$1,174.50
Timothy Schmeling	Project Assistant	Restructuring	6.30	\$190.00	\$1,197.00
Daniel G Schovain	Project Assistant	Litigation	113.40	\$145.00	\$16,443.00
			81.40	\$150.00	\$12,210.00
Michael G Schultz	Project Assistant	Litigation	18.10	\$120.00	\$2,172.00
Linda A Scussel	Conflicts Specialist	Admin Services	94.10	\$175.00	\$16,467.50
			21.60	\$185.00	\$3,996.00
			30.30	\$190.00	\$5,757.00
			30.10	\$215.00	\$6,471.50
			37.20	\$220.00	\$8,184.00
			30.70	\$235.00	\$7,214.50
			22.60	\$250.00	\$5,650.00
			9.20	\$265.00	\$2,438.00
			22.00	\$280.00	\$6,160.00
Bertha Serrano	Legal Assistant	Restructuring	1.60	\$105.00	\$168.00
			118.20	\$140.00	\$16,548.00
Maxwell Shaffer	Project Assistant	Litigation	785.30	\$145.00	\$113,868.50
			324.50	\$150.00	\$48,675.00
Alicia L Shah	Law Clerk	General	55.90	\$175.00	\$9,782.50
Megan M Shaw	Project Assistant	Intellectual Property	5.00	\$160.00	\$800.00
Sofia Sheth	Case Assistant	Restructuring	5.20	\$150.00	\$780.00
			2.50	\$180.00	\$450.00
Elizabeth R Sheyn	Law Clerk	Litigation	10.10	\$195.00	\$1,969.50
Whitney B Shingleton	Legal Assistant	Litigation	73.50	\$165.00	\$12,127.50
Antonia C Siebert	Legal Assistant	Litigation	4.50	\$225.00	\$1,012.50
Erin Skowron	Legal Assistant	Litigation	130.80	\$160.00	\$20,928.00
			309.10	\$165.00	\$51,001.50

Paraprofessional	Position with the Applicant	Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Hayley M Smith	Legal Assistant	Intellectual Property	2.70	\$355.00	\$958.50
James J Son	Legal Assistant	Litigation	68.20	\$190.00	\$12,958.00
Kathy E Sorce	Legal Assistant	Litigation	4.00	\$125.00	\$500.00
			13.50	\$150.00	\$2,025.00
Rachelle M Sorg	Project Assistant	Litigation	1.00	\$70.00	\$70.00
Antonio Soto	Technology Services	Litigation	3.50	\$215.00	\$752.50
Carmelo A Soto	Technology Services	Litigation	45.50	\$215.00	\$9,782.50
			112.50	\$240.00	\$27,000.00
Carrie Sroka	Project Assistant; Legal Assistant	Restructuring	121.70	\$145.00	\$17,646.50
			15.10	\$230.00	\$3,473.00
			3.90	\$245.00	\$955.50
			4.60	\$275.00	\$1,265.00
Peter Stach	Project Assistant	Restructuring	26.70	\$150.00	\$4,005.00
			1.10	\$155.00	\$170.50
Katee Stahl	Conflict Analyst	Admin Services	22.20	\$190.00	\$4,218.00
Terrell D Stansbury	Legal Assistant	Litigation	1,490.00	\$175.00	\$260,750.00
			1,313.50	\$180.00	\$236,430.00
			962.30	\$190.00	\$182,837.00
			1,174.70	\$195.00	\$229,066.50
			763.50	\$205.00	\$156,517.50
Charisma J Starr	Administrative; Technology Services	Litigation	4.30	\$100.00	\$430.00
			2.50	\$120.00	\$300.00
Bryan M Stephany	Law Clerk	General	98.30	\$175.00	\$17,202.50
Michael J Stephensen	Project Assistant	Litigation	57.00	\$70.00	\$3,990.00
Assaf Sternberg	Case Assistant	Litigation	72.00	\$145.00	\$10,440.00
			28.50	\$150.00	\$4,275.00
Anton I Stoyanov	Case Assistant	Litigation	407.30	\$160.00	\$65,168.00
			23.80	\$165.00	\$3,927.00
James R Strohl	Legal Assistant	Restructuring	222.80	\$215.00	\$47,902.00
Leslie Stubbs	Project Assistant	Litigation	88.70	\$165.00	\$14,635.50
			17.40	\$175.00	\$3,045.00
Kenneth J Sturek	Legal Assistant	Litigation	52.30	\$210.00	\$10,983.00
			27.50	\$215.00	\$5,912.50
Rafael M Suarez	Technology Services; Litigation Suppt Cons	Litigation	11.30	\$165.00	\$1,864.50
			12.50	\$185.00	\$2,312.50
			143.00	\$190.00	\$27,170.00
			48.00	\$195.00	\$9,360.00
			51.50	\$200.00	\$10,300.00
			76.00	\$210.00	\$15,960.00
			9.50	\$245.00	\$2,327.50
Elizabeth A Suehr	Conflicts Specialist	Admin Services	1.50	\$245.00	\$367.50
Daniel J Sullivan	Law Clerk	General	121.50	\$185.00	\$22,477.50
Will E Thomas	Technology Services	Litigation	39.00	\$215.00	\$8,385.00
John N Titley	Law Clerk	Restructuring	61.50	\$175.00	\$10,762.50
Lorena G Toro	Case Assistant	Restructuring	19.00	\$130.00	\$2,470.00
Stacie D Torres	Law Clerk	Litigation	10.00	\$205.00	\$2,050.00
Kenneth Toth	Case Assistant	Litigation	2.80	\$65.00	\$182.00

Paraprofessional	Position with the Applicant	Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Tommie Turner	Graphics Specialist	Admin Services	35.60	\$140.00	\$4,984.00
			12.00	\$145.00	\$1,740.00
Charles Tyler	Case Assistant	Litigation	427.20	\$115.00	\$49,128.00
Laura-Jayne Urso	Legal Assistant	Corporate	21.40	\$190.00	\$4,066.00
Margaret S Utgoff	Legal Assistant	Litigation	1,169.40	\$160.00	\$187,104.00
			968.80	\$165.00	\$159,852.00
Christopher J Valeri	Legal Assistant	Corporate	62.00	\$130.00	\$8,060.00
Gary M Vogt	Legal Assistant	Restructuring; Litigation	278.10	\$240.00	\$66,744.00
			650.90	\$250.00	\$162,725.00
			3.50	\$255.00	\$892.50
			1.20	\$315.00	\$378.00
Brandon Vongsawad	Law Clerk	General	9.10	\$205.00	\$1,865.50
Marlynda L Vorv	Legal Assistant	Litigation	50.50	\$200.00	\$10,100.00
Jennifer D Vosko	Law Clerk	General	52.70	\$185.00	\$9,749.50
Jared Voskuhl	Project Assistant	Litigation	613.80	\$145.00	\$89,001.00
			1,356.40	\$150.00	\$203,460.00
			9.30	\$160.00	\$1,488.00
Toni Wallace	Legal Assistant	Restructuring	12.50	\$140.00	\$1,750.00
			95.30	\$145.00	\$13,818.50
			76.70	\$150.00	\$11,505.00
			192.10	\$190.00	\$36,499.00
			132.90	\$215.00	\$28,573.50
Reyna S Walters	Law Clerk	General	38.40	\$175.00	\$6,720.00
Kristen Weber	Project Assistant	Restructuring	361.00	\$130.00	\$46,930.00
			8.50	\$155.00	\$1,317.50
Erica Weber	Project Assistant	Litigation	14.30	\$135.00	\$1,930.50
Nathaniel F West	Case Assistant	Litigation	152.80	\$150.00	\$22,920.00
Michael West	Case Assistant	Real Estate	39.50	\$155.00	\$6,122.50
Ian Whalen	Case Assistant	Litigation	10.80	\$150.00	\$1,620.00
Sarah B Whitney	Project Assistant	Litigation	1,209.50	\$145.00	\$175,377.50
			893.80	\$150.00	\$134,070.00
R Joseph Whittingham	Legal Assistant	Litigation	19.00	\$180.00	\$3,420.00
Carrie L Wildfong	Project Assistant	Restructuring	219.70	\$150.00	\$32,955.00
			111.40	\$155.00	\$17,267.00
			2.70	\$165.00	\$445.50
			1.30	\$170.00	\$221.00
Bernadette E Williams	Case Assistant	Litigation	33.50	\$150.00	\$5,025.00
			10.20	\$175.00	\$1,785.00
Shawna A Williams	Legal Assistant	Litigation	13.50	\$165.00	\$2,227.50
Christopher E Williamson	Legal Assistant	Litigation	132.90	\$160.00	\$21,264.00
Cheryl Wilson-Griffin	Trial Tech Consultant	Litigation	35.10	\$265.00	\$9,301.50
Brigitte F Windley	Legal Assistant	Restructuring	252.30	\$150.00	\$37,845.00
			166.40	\$170.00	\$28,288.00
Jessica E Wood	Legal Assistant	Litigation	13.60	\$175.00	\$2,380.00

Paraprofessional	Position with the Applicant	Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Tiffany J Wood	Project Assistant	Restructuring	474.10	\$105.00	\$49,780.50
			493.00	\$120.00	\$59,160.00
			572.80	\$130.00	\$74,464.00
			658.20	\$140.00	\$92,148.00
Velma J Worrells	Case Assistant	Litigation	189.70	\$115.00	\$21,815.50
			310.30	\$130.00	\$40,339.00
			35.30	\$145.00	\$5,118.50
Maria E Yapan	Case Assistant	Restructuring	59.80	\$100.00	\$5,980.00
			31.60	\$120.00	\$3,792.00
Ian Young	Project Assistant	Corporate	1,729.20	\$150.00	\$259,380.00
Phillip Zackler	Law Clerk	Corporate	16.10	\$205.00	\$3,300.50
Sara Zweig	Project Assistant	Litigation	39.80	\$145.00	\$5,771.00
Library Research	Research Specialist	Admin Services	25.80	\$110.00	\$2,838.00
			2.90	\$165.00	\$478.50
			181.00	\$175.00	\$31,675.00
			58.40	\$185.00	\$10,804.00
			294.80	\$195.00	\$57,486.00
			168.90	\$200.00	\$33,780.00
			39.30	\$210.00	\$8,253.00
			22.30	\$250.00	\$5,575.00
			13.70	\$265.00	\$3,630.50
Paraprofessional Totals			145,681.10		\$25,253,919.00

Compensation by Matter

Matter Number	Matter Description	Total Hours Billed	Total Compensation
16	Asset Analysis and Recovery	599.20	\$250,193.00
17	Relief from Stay	1,276.50	\$547,288.00
18	Other	177.90	\$71,395.50
19	Claims Analysis, Objection and Resolution (Non-Asbestos)	7,998.90	\$3,509,488.00
20	Case Administration	19,423.80	\$4,000,123.50
21	Claims Analysis, Objection and Resolution (Asbestos)	127,761.80	\$43,540,828.00
22	Contested Matters/Adversary Proceedings	6,652.00	\$2,551,879.00
23	Business Operations	2,033.20	\$1,150,989.00
24	Creditors Noteholders or Equity Holders'	397.10	\$163,903.00
25	Creditors/Shareholders Inquiries	226.10	\$74,042.50
26	Financing	591.30	\$171,493.00
27	Employee Benefits/Pension	912.40	\$384,187.50
28	Litigation and Litigation Consulting	23,239.20	\$10,116,827.00
29	File, Docket, Calendar Maintenance	600.30	\$58,268.50
30	Hearings	11,254.80	\$5,188,264.50
31	Asset Disposition	581.30	\$279,309.00
32	Fee Applications, Applicant	6,334.40	\$2,480,204.00
33	Asset Disposition	266.70	\$94,206.00
34	Lien Issues	5.50	\$1,975.50
35	Fee Applications Others	654.10	\$252,809.00
36	Reclamation Claims	60.80	\$19,890.50
37	Plan and Disclosure Statement	62,712.20	\$36,639,720.50
38	Employment Applications, Others	1,706.30	\$715,439.50
39	Statement of Financial Affairs	243.00	\$82,278.00
40	Business Operations	4.70	\$1,767.50
41	Tax Issues	1,649.40	\$988,943.50
42	Travel non-working	3,236.20	\$1,665,786.00
43	Use, Sale or Lease/Abandonment Property	70.60	\$26,928.50
44	U.S. Trustee	35.60	\$12,708.50
45	Utilities	55.30	\$18,308.50
46	Tax Litigation	1,700.00	\$647,735.00
47	Eminent Domain Proceedings	43.90	\$11,182.50
48	Fraudulent Conveyance Adversary Proceedings	8,759.40	\$2,530,349.50 ¹

¹ In addition to the Applications filed in the Chapter 11 Cases, K&E filed monthly and quarterly Applications in Adv. Pro. Nos. 02-2210 and 02-2211 for fees and expenses related to matters 48 and 49. Pursuant to the *Order Approving Remaining Fee Applications Relating to Fraudulent Conveyance Adversary Proceedings and Allowing the Payment of Remaining Holdbacks for Services Rendered* [Adv. Docket No. 773], K&E has been paid for the amounts requested in these Applications. For the sake of efficiency, K&E is now including a

Matter Number	Matter Description	Total Hours Billed	Total Compensation
49	Fraudulent Conveyance Travel	234.50	\$104,884.00
51	ZAI Science Trial	229.40	\$79,124.50
53	Valuation	11.00	\$2,310.00
54	Employment Applications, Applicant	466.30	\$140,384.00
56	Libby Appeal, United States vs. Client,	573.70	\$234,351.00
57	Montana Grand Jury Investigation	102,086.60	\$36,014,945.50
58	Criminal Travel Matter, No Third Parties	2,318.10	\$915,358.50
59	Lyondell Reclamation Claims	182.10	\$66,987.00
60	Delphi Preference Defense	235.40	\$107,216.50
61	Credit Agreement Advice	126.10	\$100,515.00
62	High-Yield Notes Offering Advice	1.50	\$1,147.50
63	Exit Credit Facility Advice	1,106.40	\$736,971.00
Totals		398,835.00	\$156,752,906.00
Reductions per Omnibus Fee Orders			(\$1,169,440.90)
Adjustment on June 2004 Fraudulent Conveyance Monthly Fee Application			(\$674.00)
Total Fees Requested for the Final Fee Period		398,835.00	\$155,582,791.10

Total Fees Requested for the Final Fee Period	\$155,582,791.10
Blended Rate	\$390.09

request for final approval of these amounts in this Final Fee Application, rather than filing separate final applications. Summaries of the monthly and quarterly Applications filed in these proceedings, the expenses incurred in these proceedings, and the professionals and paraprofessionals who billed time in these proceedings are included as Exhibit E.

Expense Summary

Service Description	Amount
4" Binders	\$256.00
5" Binders	\$68.00
Airfare	\$1,651,992.37
Appearance Fees	\$12,533.00
Bates Labels/Print & Affix	\$27.95
Bates Labels/Print/Endorse	\$31.50
Binding	\$6,038.00
Calendar/Court Services	\$1,600.00
Car Rental	\$83,835.78
Cash Credits	-\$67,507.57
Catering Expenses	\$28,795.27
CD-ROM Duplicates/Master	\$21,764.00
CD-ROM Master	\$2,648.00
Color Copies or Prints	\$190,415.40
Color Copies or Prints (11x17)	\$67.50
Color Transparencies	\$159.00
Computer Database Research	\$1,310,625.66
Court Reporter Fee/Deposition	\$739,870.13
Court Reporter Fee/Trial	\$1,384.51
Document Services Overtime	\$22,648.98
DVD Duplicates/Master	\$2,241.00
DVD Master	\$10.00
Electronic Data Storage	\$42,344.39
Exhibit Labels per Sheet	\$939.85
Expert Fees	\$5,306,381.16
Expert Meals	\$39.44
Fax Telephone Charge	\$1,692.73
Filing Fees	\$14,450.70
Foreign Local Counsel	\$21,193.89
Hard Drive Inventory	\$470.54
In-house Messenger Services	\$8.00
Inter-Library Loan	\$67,306.29
Investigators	\$70,285.32
Leased Equipment	\$3,236.00
Legal Files Storage/Retrieval	\$4,683.90

Service Description	Amount
Local Transportation	\$60,483.64
Medical Consultant Fees	\$81,908.22
Miscellaneous Office Expenses	\$131,428.58
Other Court Costs and Fees	\$395.50
Other Travel Expenses	\$63,153.25
Other Trial Expenses	\$413,713.55
Outside Computer Services	\$1,036,235.89
Outside Copy/Binding Services	\$2,404,564.86
Outside Messenger Services	\$66,708.22
Outside Paralegal Assistance	\$4,268.60
Outside Printing Services	\$3,607.68
Outside Retrieval Service	\$267,988.26
Outside Video Services	\$331,164.85
Overnight Delivery	\$423,097.44
Oversize Copies or Prints	\$278.10
Overtime Meals - Attorney	\$56,334.41
Overtime Meals - Legal Assistant	\$4,268.70
Overtime Meals - Non-Attorney	\$26,772.90
Overtime Transportation	\$138,904.57
Postage	\$2,384.15
Process Server Fees	\$14,422.48
Production Blowbacks	\$4,359.00
Professional Fees	\$24,431,280.49
Professional Meals	\$879.58
Rental Expenses	\$1,052,286.16
RightFAX Charge	\$21.00
Scanned Images	\$86,043.00
Secretarial Overtime	\$372,103.44
Standard Copies or Prints	\$1,251,170.89
Tabs/Indexes/Dividers	\$12,889.85
Third Party Fax Charges	\$27,667.87
Third Party Telephone Charges	\$209,229.91
Transportation to/from airport	\$232,927.29
Travel Expense	\$1,036,749.62
Travel Meals	\$526,114.82
Trial Exhibits	\$28,576.50

Service Description	Amount
Trial Office Expenses	\$174,031.23
U.S. Local Counsel Fees	\$55,585.61
U.S. Local Counsel Meals	\$935.56
Witness Fees	\$10,539.99
Working Meals/K&E and Others	\$122,284.99
Working Meals/K&E Only	\$10,781.24
Total	\$44,721,078.58
Adjustments per Omnibus Fee Orders	(\$45,020.16)
Total Expenses Requested for the Final Fee Period	\$44,676,058.42

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W. R. GRACE & CO., et al., ¹)	Case No. 01-01139 (KJC)
)	(Jointly Administered)
Reorganized Debtors.)	
)	Hearing Date: October 14, 2014, at 10:00 a.m.
)	Objection Deadline: July 7, 2014, at 4:00 p.m.
)	

**VERIFIED FINAL FEE APPLICATION OF KIRKLAND & ELLIS LLP FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES
AS BANKRUPTCY COUNSEL TO W. R. GRACE & CO., *ET AL.*, FOR THE
INTERIM PERIOD FROM APRIL 2, 2001 THROUGH FEBRUARY 3, 2014**

Kirkland & Ellis LLP ("K&E"), counsel for the Debtors and Reorganized Debtors,² hereby submits its final fee application (this "Final Fee Application") for final allowance of compensation for services rendered in the amount of \$155,582,791.10 and reimbursement of actual and necessary expenses in the amount of \$44,676,058.42 for the period from April 2, 2001 through February 3, 2014 (the "Final Fee Period") and payment of any unpaid portion of such allowed fees and expenses, pursuant to sections 327, 330 and 331 of title 11 of the United States Code (the "Bankruptcy Code"), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), the *Order Pursuant to 11 U.S.C. § 327(a) and Fed. R. Bankr. P.*

¹ The Reorganized Debtors consist of the following 17 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., Drexel Puerto Rico, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Gloucester New Communities Company, Inc., Grace Chemical Company of Cuba, Grace Energy Corporation, Grace Europe, Inc., Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace PAR Corporation, W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Kootenai Development Company, Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), and Water Street Corporation. Pursuant to a final decree entered by the Court on March 19, 2014, *see* [Docket No. 31880], the cases of forty-five additional Reorganized Debtors were closed.

² Capitalized terms used but not defined herein shall have the meaning ascribed to them in the Debtors' *First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace and Co., et al., the Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders as Modified Through December 23, 2010* [Docket No. 26368] (the "Plan").

2014(a) Authorizing the Employment and Retention of Kirkland & Ellis LLP as Attorneys for the Debtors and Debtors in Possession, dated May 3, 2001 and effective as of April 2, 2001 [Docket No. 180] (the “Retention Order”), the *Amended Administrative Order under 11 U.S.C. §§ 105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members* [Docket No. 1949] (the “Amended Interim Compensation Order”), and Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Bankruptcy Rules”).

In support of this Final Fee Application, K&E respectfully states as follows:

Jurisdiction and Venue

1. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, the Amended Standing Order of Reference from the United States District Court for the District of Delaware, dated February 29, 2012, and § 10.5 of the Plan. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).³

2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory bases for the relief requested herein are sections 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, and Local Bankruptcy Rule 2016-2.

Background

4. On April 2, 2001 (the “Petition Date”), the Debtors each filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code (collectively, the “Chapter 11 Cases”). On

³ The Reorganized Debtors confirm their consent pursuant to Local Bankruptcy Rule 9013-1(f) to the entry of a final order by the Court in connection with this Final Fee Application to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

April 2, 2001, the Court entered an order procedurally consolidating the Chapter 11 Cases for administrative purposes only. *See* [Docket No. 9] (order directing procedural consolidation).

5. Pursuant to the Retention Order, the Debtors were authorized to retain K&E as their counsel, effective as of the Petition Date, with regard to the filing and prosecution of the Chapter 11 Cases and all related matters. The Retention Order authorizes the Debtors to compensate K&E at K&E's hourly rates charged for services of this type and to be reimbursed for actual and necessary out-of-pocket expenses that it incurred, subject to application to this Court in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules, and orders of this Court.

6. Throughout the course of the Chapter 11 Cases, K&E has filed monthly fee applications (collectively, the "Monthly Fee Applications")⁴ and quarterly fee applications (collectively, the "Quarterly Fee Applications"), each of which is covered by this Final Fee Application and incorporated by reference herein. Attached hereto as Exhibit B is a chart that summarizes the current status of each Quarterly Fee Application.

7. Over the course of these Chapter 11 Cases, K&E has waived \$1,170,114.90 in fees and \$45,020.16 in expenses. As of the date of the Final Fee Application, K&E has received \$198,495,159.44 from the Reorganized Debtors for fees and expenses incurred by K&E from April 2, 2001 through February 3, 2014.

⁴ Each Monthly Fee Application contains a detailed itemization and description of the services that K&E rendered during the respective month. Each Monthly Fee Application: (a) identifies the individuals that rendered services in each subject matter; (b) describes each activity or service that each individual performed; and (c) states the number of hours (in increments of one-tenth of an hour) spent by each individual providing the services. These detailed descriptions demonstrate that K&E was heavily involved in performing services for the Debtors on a daily basis, often including night and weekend work, to meet the needs of the Debtors' estates in these Chapter 11 Cases.

The Fee Auditor

8. Pursuant to an order dated March 18, 2002, the Court appointed Warren H. Smith & Associates, P.C., as fee auditor (the “Fee Auditor”) for professional fee and expense review and analysis. See [Docket No. 1852] (order appointing the Fee Auditor). During the Chapter 11 Cases, the Fee Auditor has closely scrutinized Quarterly Fee Applications, consulted with the Debtors and other fee applicants about areas of concern in their applications, and filed reports concerning these applications. Since the Fee Auditor’s appointment, K&E has worked conscientiously with the Fee Auditor to address and resolve any concerns regarding fee and expense applications by K&E. Attached hereto as Exhibit C is a list of final reports filed by the Fee Auditor during the Final Fee Period.

K&E’s Contribution to the Chapter 11 Cases⁵

9. The Debtors’ Chapter 11 Cases were among the longest and most complex restructurings in U.S. history. During the Debtors’ nearly thirteen-year stay in Chapter 11, K&E was required to exert truly extraordinary efforts to represent the Debtors’ interests and consummate a successful restructuring. As with most reorganizations under chapter 11, each phase of the Debtors’ restructuring brought new complex issues and disputes that demanded novel resolution. K&E provided essential services at every stage, including, for example, formulating an innovative and aggressive litigation strategy designed to fairly value the Debtors’ asbestos liabilities, vigorously defending the confirmation of the Plan in this Court, the District Court, and the United States Court of Appeals for the Third Circuit (the “Third Circuit”), and negotiating an equitable settlement of remaining issues as well as a highly successfully Exit Financing facility in the waning days of the Chapter 11 Cases.

⁵ Since the entry of the Amended Interim Compensation Order, professionals in the Chapter 11 Cases have generally not provided descriptions of its legal services arranged by the Subject Matter (as defined herein) to which those services were billed in either their Quarterly or Monthly Applications. As such, matching up all services provided by K&E over the course of the Reorganized Debtors’ nearly thirteen-year bankruptcy to individual Subject Matters would prove particularly burdensome. Although this Final Fee Application includes summaries of the services provided in key Subject Matters and provides totals for the amounts requested in each Subject Matter, this section organizes K&E’s contributions to the Chapter 11 Cases in a more general manner.

10. In this section of the Final Fee Application, K&E summarizes its representation of the Debtors in these Chapter 11 Cases and its key contributions to the Debtors' highly successful restructuring. In light of the below, K&E respectfully submits that its requested fees and expenses are fair and reasonable.

The Decision to Seek Chapter 11 Protection

11. Prior to the Chapter 11 Cases, the Debtors faced asbestos-related liabilities stemming primarily from their asbestos-added products as well as their mining and processing facility in Libby, Montana. As explained further below, these liabilities were based on both personal injury as well as property damage theories of recovery.

12. For many years, the Debtors were able to successfully resolve their asbestos-related liabilities primarily through negotiated settlements, as the number of asbestos Claims and the amounts sought in connection with those Claims were generally manageable and predictable. Beginning in 2000, however, the Debtors experienced a sharp increase in asbestos-related personal injury Claims and the amount of money required to resolve such Claims. At about the same time the Debtors also became defendants in multiple class actions alleging property damages from Zonolite Attic Insulation ("ZAI"), a loose-fill attic insulation product.

13. Trends in Claims filing and settlement demands showed no sign of returning to pre-2000 levels, and the Debtors' financial picture was worsened by the bankruptcy filings of several of their co-defendants in asbestos-related litigation. These developments greatly increased the risk that the Debtors would not be able to resolve their asbestos-related liabilities under the state court system.

14. These mounting asbestos-related liabilities, including an 81% increase in personal injury Claims in 2000 and the first quarter of 2001, put the Debtors in a precarious financial position. By 2001, the Debtors had already paid out approximately \$1.9 billion to resolve

asbestos-related litigation. The Debtors anticipated that they would be unable to continue to resolve their asbestos-related liabilities under the state court system and concluded that the increase in these liabilities was a serious threat to core business operations from both an administrative and reputational standpoint. The Debtors' stock price had tumbled to just \$1.52 per share by the time the Debtors filed for chapter 11 protection.

15. In the face of these financial and litigation challenges, on the Petition Date each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. As of the Petition Date, the Debtors were defendants in approximately 65,656 asbestos-related lawsuits, mostly involving approximately 129,191 Claims for personal injury. Following the Petition Date, K&E professionals and para-professionals worked tirelessly for nearly thirteen years to assist the Debtors in resolving their massive liabilities.

16. In addition to the specific successes discussed below, K&E assisted the Debtors with the day-to-day administration of their Chapter 11 Cases. For instance, K&E coordinated with the Debtors to keep stakeholders fully informed as to the status of the Debtors' reorganization. This aspect of K&E's services included, in part, monitoring the progress of the Chapter 11 Cases and related litigation, assisting with the organization of agendas for omnibus hearings, and compiling status and operating reports for the benefit of the Court and other interested parties. These and similar efforts collectively helped ensure that the representation of the Debtors was comprehensive and diligent, and that, despite the incredible size and complexity of the Chapter 11 Cases, no matters or issues failed to receive the proper consideration or action.

Stabilizing the Debtors' Operations in Chapter 11

17. On the Petition Date, the Debtors filed a motion to approve a debtor-in-possession financing facility (the "DIP Financing"). *See* [Docket No. 26] (emergency motion to approve the DIP Financing). K&E aided the Debtors in consummating this financing. Pursuant to the DIP Financing, the Debtors had available up to \$250 million, and K&E helped the Debtors

subsequently obtain extensions of their post-petition financing in order to fund crucial postpetition operations. *See, e.g.*, [Docket No. 18315] (order authorizing the Debtors to extend and modify the DIP Financing). K&E also assisted the Debtors in identifying essential trade creditors and obtaining Court approval to pay in the ordinary course the prepetition Claims of such creditors up to the sum of \$4.5 million. *See* [Docket No. 195] (stipulation and order granting authority to pay certain trade creditors in the ordinary course).

18. To ensure a seamless entry into Chapter 11 and to minimize disruption of their ongoing businesses, the Debtors also sought relief to facilitate the continued operation of their business. To this end, K&E worked with the Debtors to obtain authority to, among other things, pay certain prepetition obligations such as certain taxes and employee benefits, maintain their existing bank accounts, business forms, cash management systems, and intercompany agreements, continue certain customer programs and practices, and assume the existing employment contracts of key employees. *See* [Docket Nos. 18, 19, 21, and 561] (orders granting the relief described above).

19. The weeks following the Petition Day saw the appointment of various committees, including the Unsecured Creditors' Committee, the Asbestos PI Committee, the Asbestos PD Committee, and the Equity Committee. On May 24, 2004, the Court entered an order appointing the Asbestos PI FCR, *see* [Docket No. 5645] (order appoint the Asbestos PI FCR), and on October 21, 2008, entered an order appointing the Asbestos PD FCR. *See* [Docket No. 19818] (order appointing the Asbestos PD FCR). K&E played a key role in consulting, coordinating, and negotiating with these various constituencies throughout the Chapter 11 Cases. K&E remained zealous advocates for the Debtors while still working with and building consensus with these constituencies where possible in order to advance the Debtors' restructuring efforts.

20. Obtaining the approval of operations-related relief, interfacing with the various committees and other stakeholders, and managing the Debtors' day-to-day bankruptcy-related needs ensured the softest possible landing for the Debtors in chapter 11. In what ultimately proved to be cases of nearly unprecedented length, a smooth entry and adjustment to life in chapter 11 was essential to a successful reorganization. K&E continued its unceasing prepetition efforts into these earliest days of the Chapter 11 Cases to set an appropriate course for the Debtors.

The Preliminary Injunction

21. K&E recognized prior to the Chapter 11 Cases that protecting the Debtors' estates and ensuring the Debtors the necessary breathing room to reorganize in chapter 11 also required limited protection for certain non-Debtor affiliates of the Debtors. Without such protection for these entities, the Debtors may have suffered harm such as depletion of their insurance policies (which were significant estate assets), ongoing indemnification Claims, and the adverse effect of judgments against affiliates due to the possible operation of collateral estoppel on similar issues litigated in the Chapter 11 Cases. Therefore, on the Petition Date, the Debtors filed the adversary proceeding entitled *W. R. Grace & Co., et al. v. Margaret Chakarian, et al. and John Does 1-1000* (Adv. Pro. No. 01-771). A temporary restraining order enjoining certain actions against non-debtor third parties, such as non-filing subsidiaries, was entered on April 2, 2001. *See* [Adv. Docket No. 6] (order granting temporary restraining order). On May 3, 2001, the Court issued a preliminary injunction, *see* [Adv. Docket No. 32] (order granting preliminary injunction), and issued an order granting a modified preliminary injunction on January 22, 2002 (collectively, the "Preliminary Injunction"). *See* [Adv. Docket No. 87] (order granting modified Preliminary Injunction).

22. In the years following the entry of the Preliminary Injunction, K&E vigorously fought off challenges to the scope of the Preliminary Injunction from parties such as Claimants

allegedly injured by exposure to asbestos from the Debtors' operations in Lincoln County, Montana (the "Libby Claimants"), who sought to clarify or amend the Preliminary Injunction by obtaining an order stating that certain litigation by the Libby Claimants was not stayed. Defending the Preliminary Injunction, as well as seeking to broaden its scope by including, among others, certain of the Debtors' insurance carriers as well as BNSF, required K&E to litigate numerous complex matters in this Court, the District Court, and the Third Circuit. K&E's maintenance of the integrity of the original Preliminary Injunction and enlargement of its scope to include additional parties when necessary helped ensure that various parties' attempts to circumvent the Preliminary Injunction would not imperil the Debtors' restructuring efforts.

The Fraudulent Conveyance Action

23. On March 18, 2002, the Official Committees of Asbestos Property Damage and Asbestos Personal Injury Claimants filed adversary complaints in the Chapter 11 Cases against Sealed Air Corporation ("Sealed Air"), Fresenius Medical Care Holdings, Inc. ("Fresenius"), and Cryovac, Inc. ("Cryovac"), former affiliates of the Debtors, asserting various fraudulent transfer Claims based on a sale of assets by the Debtors to Sealed Air and Fresenius in 1996 and 1998 (Adv. Pro. Nos. 02-2210 and 02-2211, collectively, the "Fraudulent Conveyance Action").⁶ K&E played an active role in analyzing the effects of the Fraudulent Conveyance Action on the Debtors' efforts to reorganize. On the eve of trial, the parties to the Fraudulent Conveyance Action executed settlements negotiated with K&E's assistance, leading to additional funding from these former affiliates to help resolve the Debtors' asbestos liabilities. *See* [Adv. Docket No. 522] and [Docket No. 8742] (orders approving separate settlements that collectively resolved the Fraudulent Conveyance Action). The Fraudulent Conveyance Action was ultimately dismissed without prejudice. *See* [Adv. Docket No. 754] (order dismissing the case without prejudice).

⁶ Pursuant to the *Order re: Fraudulent Conveyance Proceedings* [Docket No. 1789], the committees were authorized by the Court to bring the Fraudulent Conveyance Action.

24. Sealed Air, Fresenius, and Cryovac remained key constituents in the Chapter 11 Cases, and K&E coordinated with these parties throughout the Chapter 11 Cases in order to maintain support for an eventual restructuring. In fact, some issues regarding the Fraudulent Conveyance Action lingered until the very end of the Chapter 11 Cases. Facing one of the last obstacles to the Debtors' emergence from chapter 11, K&E's litigation and restructuring teams engaged in repeated rounds of negotiation with relevant stakeholders to draft a stipulation and obtain entry of an order dismissing with prejudice the Fraudulent Conveyance Action, as well as other related litigation, in January and February 2014. *See, e.g.*, [Adv. Docket No. 778] (order dismissing Adv. No. 02-2210 with prejudice). The Fraudulent Conveyance Action highlights the extraordinary variety of parties and issues that needed to be resolved during the Chapter 11 Cases, adding layers of complexity to the Debtors' cases and requiring persistent efforts by K&E over the course of years to transform multiple competing constituencies and objectives into a successful and equitable reorganization.

Montana Criminal Litigation

25. Large chapter 11 cases inevitably require debtors to have access to professionals with a mastery of areas of the law beyond the Bankruptcy Code. For example, in these Chapter 11 Cases, protecting the Debtors' estates also required K&E to represent the Debtors during a high-stakes criminal case that threatened to permanently derail the Debtors' restructuring progress. On February 7, 2005, the U.S. Department of Justice announced an indictment against certain of the Debtors and several former employees relating to the Debtors' former mining and processing activities in Libby, Montana. *See U.S. v. W. R. Grace*, Case No. CR-05-07-M-DWM (D. Mont). The indictment accused the defendants of: (a) conspiracy to violate the Clean Air Act and defraud the United States; (b) violations of the federal Clean Air Act; and (c) obstruction of justice.

26. With the defendant Debtors facing fines as high as twice the after-tax profit earned from their Libby operations or twice the alleged loss suffered by victims (plus additional amounts for restitution to victims), K&E represented the Debtors' interests in the United States District Court for the District of Montana. The Debtors also litigated, albeit unsuccessfully, certain evidentiary issues in the United States Court of Appeals for the Ninth Circuit. *See* 9th Cir. Case No. 06-30524. K&E devoted substantial amounts of time and effort to this defense of the defendant Debtors as well as the defendant Debtors' related petition for a writ of *certiorari* to the United States Supreme Court. As a result of K&E's tireless efforts, after a full trial on the merits the defendant Debtors and the executives were acquitted on all charges, thus preserving tremendous value for the Debtors' estates and keeping the Debtors on track for a successful restructuring. *See* [Docket No. 1190] (jury verdict finding the defendant Debtors not guilty on all counts).

Other Litigation

27. K&E's restructuring and litigation teams also assisted in the resolution of numerous other matters during the Chapter 11 Cases. A fully-inclusive list of every proceeding or Claim against the Debtors during the nearly thirteen year Chapter 11 Cases would be far too voluminous to include in a narrative summary.⁷ A representative sample of issues in which K&E's assistance was critical to the Debtors includes:

- (a) enjoining National Union Fire Insurance Company ("National Union"), the issuer of surety bonds to the Debtors, from making payments under those bonds in connection with two settlement protocols relating to certain asbestos personal injury litigation (*see* Adv. Pro. No. 02-01657);
- (b) nine extensions of the Debtors' exclusive right to file a chapter 11 plan;
- (c) numerous motions from parties attempting to lift the Debtors' automatic stay;

⁷ In addition to general litigation matters handled throughout the Chapter 11 Cases, the docket lists twelve distinct adversary proceedings.

- (d) litigation concerning a motion by creditors for recusal of Judge Alfred Wolin from participation in the Chapter 11 Cases and a related writ of mandamus from the Third Circuit (*see* [Docket No. 5600] (writ of mandamus ordering Judge Wolin to recuse himself));
- (e) an adversary proceeding brought by Scotts, a former vermiculite customer of the Debtors, seeking declaratory relief with respect to its alleged entitlements under the Debtors' liability insurance policies (*see* Adv. Pro. No. 04-55083); and
- (f) resolution, often in coordination with separate environmental counsel to the Debtors, of numerous environmental Claims across the country.

In addition to handling many different instances of litigation as described above, K&E also handled numerous appeals of the litigation, often in cases reaching various Courts of Appeal.

Asbestos PI Claims

28. From the Petition Date through 2008, K&E professionals dedicated extensive time and resources toward estimating the Debtors' Asbestos PI liabilities. K&E's efforts involved developing and seeking approval of case management procedures for Asbestos PI Claims as well as significant supplemental briefing on related issues. These case management procedures were without precedent at the time they were proposed and approved in these Chapter 11 Cases. As part of a case management order entered in 2005, *see* [Docket No. 9301] (case management order for Asbestos PI Claims), the Court ordered that all Claimants with Asbestos PI Claims pending as of the Petition Date (other than settled but unpaid Claims) complete detailed questionnaires providing information on, among other things, their medical condition, exposure to the Debtors' products, employment history, and pending lawsuits against other companies. The review of the approximately 103,000 questionnaires returned before and after the applicable deadline helped the Debtors determine that a substantial percentage contained insufficient or incomplete responses. K&E's efforts led to subsequent clarifications by the Court regarding the information required of Claimants, resulting in approximately 35,000 supplemental

responses. This process played a crucial role in providing a more accurate picture of the Debtors' liabilities related to Asbestos PI Claims than was portrayed by counsel for asbestos Claimants at the outset of the Chapter 11 Cases.

29. The estimation process for which K&E had advocated in both this Court and the District Court culminated with a trial over Asbestos PI Claims in 2008. However, thanks in large part to K&E's ongoing negotiations with the various constituencies, during the trial a settlement was reached with the Asbestos PI Committee, the Asbestos PI FCR, and the Equity Committee establishing the value of the Asbestos PI Claims and a process for resolving those claims through use of a § 524(g) trust and channeling injunction. *See* W. R. Grace & Co. Current Report (Form 8-K) (April 7, 2008) (term sheet describing the agreement). K&E's ability to bring all constituencies to the table after a highly acrimonious dispute was essential to a settlement that finally brought certainty regarding the amount of these liabilities and provided an orderly process for their resolution after years of K&E's advocacy for a realistic assessment of the value of Asbestos PI Claims.

Asbestos PD Claims, Non-Asbestos Claims, and Asbestos Medical Monitoring Claims

30. With K&E's assistance, the Debtors obtained an order establishing March 31, 2003 (the "Bar Date") as the last date for filing proofs of Claim for prepetition Claims relating to: (a) Asbestos PD Claims (excluding U.S. ZAI PD Claims); (b) non-Asbestos Claims; and (c) Asbestos Medical Monitoring Claims. *See* [Docket No. 1963] (order establishing the Bar Date and approving forms and a notice program). As a result of the Bar Date, Claimants filed approximately 14,900 proofs of Claim. Analysis of Claims filed before the Bar Date indicated that many Claims were duplicates, represented the same Claim filed against more than one of the Debtors, or provided insufficient (or no) supporting documentation.

31. This analysis was invaluable in weeding out non-meritorious Claims and helping the Debtors avoid unnecessary litigation over many Asbestos PD Claims. In 2005, K&E assisted

the Debtors in filing massive omnibus non-substantive and substantive objections, resulting in the expunging of the overwhelming majority of Asbestos PD Claims. Over the course of the next several years, K&E and the Debtors worked diligently to obtain disallowance or settlement of Asbestos PD Claims across the U.S. and in Canada. These efforts required K&E to litigate in numerous fora. An appeal of the disallowance and expungement of 44 Claims filed by the Speights & Runyan firm eventually reached the Third Circuit, which affirmed the disallowance. *See In re W. R. Grace*, Case No. 08-1044 (3d Cir. March 11, 2009). K&E also litigated (again, up to the Third Circuit) against the certification of a class of Asbestos PD Claimants. *See, e.g.* [Docket No. 18821] (memorandum opinion of the Court and order denying with prejudice the motion for class certification). While the majority of Asbestos PD Claims have been resolved thanks in large part to K&E's persistent efforts, K&E has also assisted the Debtors in drafting and executing procedures to efficiently resolve remaining Asbestos PD Claims.

32. With respect to certain non-Asbestos Claims filed before the Bar Date, K&E helped the Debtors devise an alternative dispute resolution program (the "ADR Program") to liquidate these Claims. After the ADR Program was approved by the Court, *see* [Docket No. 6853] (order establishing the ADR Program), the Debtors utilized it successfully to settle various Claims, including some which the relevant parties had been litigating for several years prior to the commencement of the Chapter 11 Cases. K&E's approach to the Debtors' liabilities—litigate when necessary but reach equitable compromises when available—saved the Debtors substantial time, energy and expense as opposed to conducting interminable litigation with uncertain probabilities of success.

ZAI Claims

33. As noted above, the Debtors faced various potential class actions based on ZAI prior to the Petition Date. K&E helped the Debtors defend against similar actions during the Chapter 11 Cases, including an attempt to file a class proof of Claim for a statewide class from

Washington State. *See* [Docket No. 18323] (motion to allow Washington class Proof of Claim). K&E coordinated with Reed Smith LLP on the critical analysis and determination of whether ZAI creates an unreasonable risk of harm. In October, 2004, the Court held a hearing (the “ZAI Science Trial”) and ultimately ruled that although ZAI is contaminated with asbestos and can release asbestos fibers, there is no unreasonable risk of harm from ZAI. *See* [Docket No. 14014] (memorandum opinion finding no unreasonable risk of harm from ZAI). In addition, K&E helped the Debtors obtain an order establishing an October 31, 2008 bar date for ZAI Claimants who wished to pursue claims based on a property damage theory of recovery. *See* [Docket No. 18934] (order establishing bar date for ZAI Claimants and approving forms and notices).

34. Ultimately, after extensive negotiations, K&E assisted the Debtors in entering into a term sheet with the Equity Committee, the US ZAI Claimants’ counsel, and the counsel for the Asbestos PD FCR for the resolution of US ZAI PD Claims through a creative class action settlement. *See* [Docket No. 21174] (order approving the settlement). This settlement helped bring a measure of certainty surrounding an issue that had threatened the Debtors’ business operations for years and lingered even after the success of the ZAI Science Trial, and was a significant step toward reaching a confirmable plan of reorganization.

Asset Purchases

35. The Debtors’ businesses improved markedly as the Chapter 11 Cases progressed, and one result of this improvement was that the Debtors were able to further enhance their business operations by making certain strategic asset acquisitions and dispositions. During the course of the Chapter 11 Cases, the Debtors purchased (and disposed of) certain assets as their business needs dictated. K&E professionals were involved in negotiating and analyzing the efficacy of many of these transactions, and obtaining the Court’s approval to bid for various targets and consummate those transactions.

Tax Related Matters

36. K&E professionals, including the firm's tax specialists, were extensively involved in efforts to monitor the Debtors' tax situation to ensure that it did not hinder their operations or impede their restructuring efforts. For example, in order to limit the trading of its shares and prevent a change in control of the Debtors' parent company (which would have negatively impacted the Debtors from a tax perspective), K&E assisted the Debtors in obtaining approval of a motion for an order requiring notice and waiting periods on transfers of the parent's Common Stock. *See* [Docket No. 7611] (order limiting equity transfers and approving notice procedures).

37. Additionally, K&E and the Debtors designed a Court-approved plan intended to: (a) establish a more tax-efficient global capital structure; (b) reduce foreign cash taxes; and (c) preserve the Debtors' anticipated U.S. federal consolidated net operating losses. *See* [Docket No. 17216] (order authorizing the plan described above). Similarly, K&E negotiated and obtained Court approval of several settlements to resolve complicated tax issues in the Chapter 11 Cases. These instances are just a few of many in which K&E's wide-ranging expertise across a number of legal specialties aided the Debtor's restructuring efforts.

38. On November 9, 2012, the Debtors filed a motion to approve a Qualified Settlement Fund ("QSF"). *See* [Docket No. 29878] (motion to approve a QSF). By establishing a Court-approved QSF before the end of 2012, the Debtors were able to receive a tax deduction in 2012. K&E coordinated with the Debtors and the Debtors' other various professionals to ensure that this and other value-preserving actions were approved by the Court and properly implemented.

The Canadian Case

39. Although the Debtors' Canadian operating subsidiary Grace Canada, Inc. ("Grace Canada") was not a Debtor in the Chapter 11 Cases, the Debtors believed that Grace Canada could potentially become subject to Asbestos-Related Claims. Accordingly, the Debtors sought

and obtained ancillary relief in Canada. While the Debtors retained separate Canadian counsel to represent them in the Canadian case, a successful restructuring required seamless coordination between K&E and Canadian counsel, to, among other things, ensure recognition of the Court's orders in the Canadian case and to successfully resolve the Debtors' foreign liabilities. K&E provided key advice in negotiating the CDN ZAI Minutes of Settlement to settle all of the Canadian ZAI PD Claims, and subsequently to implement the settlement into the Plan.

Plans of Reorganization

40. Between 2004 and the entry of the Confirmation Order (as described below), K&E assisted the Debtors in formulating and filing various joint plans of reorganization. In each instance, K&E took the lead in drafting the plans as well as the voluminous accompanying documentation, such as disclosure statements. Every step of the way, K&E not only made sure that the plans and related materials were properly documented and supported the Debtors' interests, but also took responsibility for garnering support from interested parties in order to develop a confirmable plan. These continual efforts ultimately led to the development and confirmation of the Plan.

41. Throughout the Chapter 11 Cases, K&E and the Debtors engaged in repeated, often daily, rounds of negotiations and mediations with relevant constituencies to arrive at a fair valuation of Asbestos PI Claims, without which a reorganization was likely infeasible. Insisting on an accurate and reasonable valuation, K&E and the Debtors pushed the issue to the brink by not settling prior to the estimation trial. This tactic eventually secured a successful settlement during that trial, and by fixing the amount of the Debtors' liabilities related to Asbestos PI Claims at a level which the Debtors could fund, the settlement paved the way for a confirmable Plan. Relatedly, the settlement of the Fraudulent Conveyance Action described above provided the additional funds necessary to fund obligations related to Asbestos PI Claims.

42. Once K&E assisted the Debtors in reaching the monumental settlement of their liabilities for Asbestos PI Claims, K&E's efforts turned toward drafting a disclosure statement and plan incorporating that settlement and other agreements reached with various constituencies subsequent to the Petition Date. K&E also worked closely with the Debtors and other stakeholders to amend the draft Plan to address certain objections. K&E obtained bankruptcy approval of the disclosure statement and related solicitation materials, *see* [Docket No. 20944] (order approving the disclosure statement and related solicitation materials), and the confirmation hearing on the Plan commenced in June 2009 and continued through October 2009, with closing arguments commencing on January 4, 2010 and concluding on January 25, 2010.

43. Approaching the confirmation hearing required K&E's constant attention to ensure that the culmination of the Debtors' years of litigation and settlement did not stall at this critical juncture in the face of the forty-three objections to the Plan that had been filed by thirty-nine parties. Given the complexity of the Plan, the critical nature of the proceedings, and the myriad objections to the Plan, the confirmation hearing was an enormous undertaking spanning over sixteen days and including twenty live witnesses, nearly 2,000 pages of pleadings from the Plan Proponents and objecting parties, and 25,000 pages of exhibits.

44. The Court confirmed the Plan on January 31, 2011 and issued a Clarifying Order on February 15, 2011 recommending that the District Court issue and affirm the confirmation order ([Docket Nos. 26154 and 26289], collectively, the "Confirmation Order") (orders confirming the Plan).

45. The Plan itself was a testament to K&E's work on behalf of the Debtors. The Plan seamlessly incorporated the numerous intricate agreements that K&E and the Debtors had negotiated with various parties since the Petition Date, reflecting effective management of a years-long, multi-pronged litigation and negotiation effort. Equity retained its interests under the Plan, and creditors were paid in full on the Allowed amount of their Claims. The Plan also

makes effective use of the 11 U.S.C. § 524(g) trust mechanism to ensure that the Debtors' efforts postpetition can shift to managing their business operations rather than diverting resources and attention to endless Asbestos-Related Claims resolution issues.

46. The approximate amount of funding of the asbestos trusts—\$4 billion—is far less than what Claimants alleged their Asbestos Claims were worth prepetition, demonstrating that K&E's litigation strategy and negotiation victories saved an enormous amount of value for other stakeholders by reaching a fairer and more realistic valuation of Asbestos-Related Claims. When the Debtors' particularly dire prepetition outlook is taken into consideration, the Plan was a resounding success. However, despite the significant victory of Plan confirmation in 2011, K&E's work on confirmation issues was truly still in its early stages.

47. In the wake of the Confirmation Order, K&E immediately turned its attention and resources toward resolution of various appeals of the Confirmation Order by parties such as Maryland Casualty Company, BNSF, GEICO Insurance, Republic Insurance, Her Majesty the Queen in Right of Canada ("The Crown"), the state of Montana ("Montana"), Anderson Memorial Hospital ("AMH"), the Libby Claimants, AXA Belgium, Holders of Claims under the Debtors' Pre-petition Credit Facilities (the "Bank Lender Group"), and Garlock Sealing Technologies ("Garlock"). On January 30, 2012, K&E won a major victory for the Debtors when the District Court entered an order overruling all objections and confirming the Plan in its entirety. *See* Case No. 11-199 (lead case) [Docket Nos. 165 and 166] (memorandum opinion and order overruling objections and confirming the Plan).

48. Among the most persistent in challenging various aspects of the Debtors' restructuring were the Libby Claimants and BNSF. On April 20, 2012, the Debtors filed a motion for approval of settlements with those parties as part of a comprehensive, global resolution among the Debtors, the Libby Claimants, BNSF, and certain insurers, which K&E was integral in structuring and negotiating. *See* [Docket No. 28799] (motion to approve the

settlement). As part of these Court-approved settlements, the Libby Claimants and BNSF withdrew their District Court appeals of the Confirmation Order, and certain insurers agreed not pursue any further confirmation appeals.

49. The efforts expended by K&E to uphold the Plan in the District Court were just as crucial to the success of the Debtors' reorganization as the significant years-long efforts that had led to a confirmable plan in the first instance. K&E would be called upon repeatedly to work with the Debtors and the Plan Proponents to defend the Plan in the District Court, facing various motions for reargument and to amend and clarify the District Court's order. These efforts involved three days of arguments, approximately 2,000 pages of briefing plus several thousand pages of supporting material, as well as 460 pages of oral argument transcripts. On June 11, 2012, the District Court entered orders which granted the motions of certain parties to clarify or amend its opinion yet, once more, denied or overruled all objections and confirmed the Plan in its entirety. *See* U.S. District Court for the District of Delaware, Case No. 11-199 (lead case) [Docket Nos. 215 and 217] (memorandum opinion and order overruling objections and confirming the Plan).

50. Numerous parties took various appeals of the Plan to the Third Circuit. To defend the Plan and allow the Debtors to finally emerge from chapter 11, K&E expended significant efforts in briefing and arguing these appeals. This preparation required flawless coordination between K&E's restructuring and litigation professionals to analyze the various bankruptcy questions at issue and formulate an appropriate litigation strategy for defending the Debtors' position on these issues. Following nearly 400 pages of briefing by the Debtors and oral arguments on June 17, 2013, the Third Circuit dismissed the appeal of Garlock on July 24, 2013 and the appeals of Montana, The Crown, and AMH on September 4, 2013.

51. The dismissal of the above-parties' Third Circuit appeals left only one major confirmation-related issue standing between the Debtors and their emergence from bankruptcy:

the appeal by the Bank Lender Group regarding the appropriate rate of postpetition interest on their Claims. As the parties awaited an order from the Third Circuit concerning the Bank Lenders' appeal, K&E continued to negotiate with the Bank Lender Group and developed contingency plans that would allow the Effective Date of the Plan to occur in early 2014 even if there were no resolution of the Bank Lender Group appeal by that time, while ensuring that such planning did not prejudice the Debtors' litigation position.

52. In the last few days of 2013, these negotiations gained significant traction, and the Debtors entered into a settlement with the Bank Lender Group on December 23, 2013. The Court approved a motion drafted by K&E to approve the settlement on January 17th, 2014, *see* [Docket No. 31604] (order approving the settlement), and on February 3, 2014 the Third Circuit issued an order granting the stipulated dismissal of the Bank Lender Group's appeal.

Preparation for the Effective Date

53. Not all of K&E's efforts on behalf of the Debtors following confirmation of the Plan were focused on defending that confirmation, as a substantial amount of work was necessary in order to preserve value for the Debtors by ensuring a successful implementation of the Plan. For example, on October 30, 2012, the Debtors filed a motion requesting that the Court approve the Plan Proponents' entry into an agreement to settle in cash the warrant called for by the Plan (rather than physically delivering the warrant on the Effective Date), and the Court granted this motion allowing the Debtors to retain a significant amount of value, through, for example, reduced transaction and compliance costs. *See* [Docket No. 30025] (order approving the motion).

54. A significant outstanding issue resolved in the days leading up to Debtors' emergence from chapter 11 was a settlement mutually waiving, releasing, and discharging certain Claims, obligations, and liabilities among the Debtors, Sealed Air, Cryovac, and certain related parties under the documents governing the transaction in which the Debtors' packaging

business merged with Sealed Air. After months of ongoing and sometimes daily negotiations in which K&E was heavily involved, an agreement was signed on February 3, 2014, effectively allowing the various parties to make a clean break from their mutual obligations, thus easing the Debtors' transition out of chapter 11.

55. K&E also worked to achieve the satisfaction or waiver of the various conditions to the Plan's effectiveness. K&E spent a substantial amount of time coordinating with law firms across the country to ensure the timely dismissal of several actions involving Fresenius and Sealed Air, because such dismissals were necessary to satisfy the conditions to the Plan's effectiveness. These efforts included a substantial amount of contingency planning and strategizing by K&E to prepare for the possibility that the parties to these actions would be uncooperative. In addition, K&E quarterbacked the massive effort of garnering consensus with respect to certain edits to the myriad exhibits to the Plan and other Plan Documents. These edits, made necessary by the substantial passage of time between the filing of the Plan and the Effective Date, were cleared with the vast network of stakeholders in the Chapter 11 Cases after repeated rounds of close scrutiny and planning meetings. *See* [Docket No. 31657] (notice of filing of amended Plan Documents).

56. These efforts were reflective of the type of effective management and planning necessary to ensure that the Debtors' exit from their lengthy Chapter 11 Cases was a smooth one. This planning required keeping a watchful eye on the big picture issues, such as the Debtors' ability to operate successfully post-Effective Date, while never turning attention away from the day-to-day logistical matters that could easily derail such a complicated effort.

57. In order to fund its obligations under the Plan and have sufficient liquidity to operate post-Effective Date, the Debtors and their financial advisors decided to pursue a \$1.5 billion Exit Financing facility. K&E's corporate and debt finance professionals devoted substantial time and effort to negotiating and drafting a credit agreement and the ancillary

documents necessary to close the facility. K&E's specialists, such as attorneys specializing in real estate and environmental law, also analyzed issues related to their practice areas in order to ensure a successful closing. K&E's restructuring professionals made sure that the Exit Financing facility's terms would not conflict with any relevant Plan provisions and helped obtain the necessary Court approvals. *See* [Docket No. 31648] (order authorizing the Debtors to enter into the exit financing letters and providing related relief). The result of K&E's wide-ranging efforts across practice groups was a highly-successful facility that closed on the Effective Date and allowed the Reorganized Debtors to begin their post-emergence life in solid financial shape.

58. The Reorganized Debtors that exited chapter 11 were far stronger financially and operationally than the companies that entered bankruptcy nearly thirteen years prior. The Reorganized Debtors' stock price had climbed from a mere \$1.52 per share to a robust \$92.28 per share. The Reorganized Debtors had continued to grow in chapter 11 both organically and as a result of transactions that K&E helped consummate. The asbestos trusts and the channeling injunction ensured that asbestos liabilities, which had threatened to plague the company indefinitely, would be resolved in a way that allowed the Reorganized Debtors to concentrate on growth and operational improvement rather than claims resolution. K&E's efforts on behalf of the Reorganized Debtors resulted in a chapter 11 case that was an unqualified success, one in which unsecured claims were paid in full and equity retained its value.

Summary of Services Performed

59. As outlined above, K&E provided significant professional services to the Debtors in connection with the Chapter 11 Cases during the Final Fee Period. These services were often performed under severe time constraints and were necessary to address a multitude of critical issues both unique to the Chapter 11 Cases and those typically faced by large corporate debtors in similar cases of this magnitude and complexity.

60. K&E established, in accordance with the the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 (the “Guidelines”) and its internal billing procedures, certain subject matters (each, a “Subject Matter”) in connection with the Chapter 11 Cases. To supplement the description above of K&E’s contribution to the Chapter 11 Cases, below is a summary of the professional services rendered by K&E during the Final Fee Period, organized by key Subject Matters where K&E expended a significant number of hours on behalf of the Debtors.⁸ This summary is organized in accordance with K&E’s internal system of matter numbers and includes all matter numbers for which K&E is requesting \$2,000,000 or more in fees. The summary also omits any Subject Matter to which K&E has not billed since October of 2009, regardless of the total amount billed.

A. Claims Analysis Objection and Resolution (Non-Asbestos) (Matter #19)

Total Fees:	\$3,509,488.00
Total Hours:	7,998.90

61. This Subject Matter involves time spent: (a) drafting and seeking approval of motions regarding various procedural issues with respect to non-asbestos Claims, such as the Bar Date and the ADR Program; (b) evaluating alleged and potential non-asbestos Claims against the Debtors; (c) developing strategies concerning the resolution of such Claims; (d) responding to Claimholder issues and inquiries; (e) negotiating and resolving consensual resolutions to various non-asbestos Claims issues; and (f) working closely with the Debtors and their other professionals to prepare for a streamlined and comprehensive Claims management and analysis process.

⁸ The summary provided in this section is not intended to be a detailed description of all work performed. Detailed descriptions of the services performed by K&E in each Subject Matter can be found in the time entries that were filed with each Monthly Fee Application. Additionally, the computerized time records for the Final Fee Period were provided to this Court and the U.S. Trustee.

B. Case Administration (Matter #20)

Total Fees: \$4,000,123.50
Total Hours: 19,423.80

62. This subject matter includes services rendered in connection with the orderly administration of the Chapter 11 Cases during their thirteen year stay in bankruptcy. K&E attorneys and paraprofessionals managed and coordinated the Chapter 11 Cases, updated files and records of proceedings from the Chapter 11 Cases, formulated and maintained a comprehensive list of critical dates surrounding the Chapter 11 Cases, and assisted the Debtors in fulfilling various duties as debtors and debtors in possession.

C. Claims Analysis Objection and Resolution (Asbestos) (Matter #21)

Total Fees: \$43,540,828.00
Total Hours: 127,761.80

63. This Subject Matter includes legal services similar to those in the Claims Analysis Objection and Resolution (Non-Asbestos) Subject Matter, but in this instance dealing with Asbestos and Asbestos-Related Claims. Simply put, there was no viable path out of chapter 11 for the Debtors without a full and final resolution of their asbestos liabilities. Given the unreasonable initial demands of asbestos Claimants, a substantial amount of effort was necessary in order to ensure that the valuation of the Debtors' asbestos-related liabilities was fair and equitable. The ability to eventually craft various settlements and a confirmed Plan that made use of the § 524(g) trust mechanism and the related channeling injunction allowed the Debtors to make a clean break with these liabilities. This successful resolution, while requiring a large amount of time in its own right to negotiate and design, would not have been possible without the significant efforts of K&E from the earliest stages of the case to, for instance, estimate the value of Asbestos Claims and create procedures for evaluating such Claims.

D. Litigation and Litigation Consulting (Matter #28)

Total Fees: \$10,116,827.00
Total Hours: 23,239.20

64. This Subject Matter includes legal services related to litigation matters that were not more appropriately included in a more specific Subject Matter (*e.g.* the Montana Grand Jury Investigation Subject Matter). A key component of K&E's strategy for the Debtors to emerge successfully from chapter 11 was to aggressively litigate when necessary in order to preserve value for the estate and to fairly and equitably value the Debtors' various liabilities. Representative examples of litigation issues that are included in this Subject Matter are litigation related to Judge Wolin's recusal, litigation concerning various alleged environmental liabilities of the Debtors, and litigation to enjoin National Union from making payments on surety bonds it issued to the Debtors.

E. Hearings (Matter #30)

Total Fees: \$5,188,264.50
Total Hours: 11,254.80

65. This subject matter includes legal services K&E rendered in connection with preparing for and attending hearings.

F. Fee Applications, Applicant (Matter #32)

Total Fees: \$2,480,204.00
Total Hours: 6,334.40

66. This subject matter includes services performed in connection with K&E's preparation of its myriad Monthly and Interim Fee Applications and related affidavits in accordance with the procedures and standards of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and the Amended Interim Compensation Order. These services also include addressing various issues with the Fee Auditor as necessary.

G. Plan and Disclosure Statement (Matter #37)

Total Fees:	\$36,639,720.50
Total Hours:	62,712.20

67. This Subject Matter involves time spent: (a) negotiating the terms of, drafting, and filing the Plan and disclosure statement and various related documents, such as the Plan Documents; (b) drafting a motion and to approve the solicitation process and the disclosure statement; (c) analyzing and researching issues regarding potential confirmation objections and numerous related issues with respect to treatment of creditors and parties in interest under the Plan; (d) coordinating with the Debtors' other professionals regarding matters pertaining to solicitation; (e) negotiating with parties in interest to resolve informal and formal objections and potential objections to the Plan; (f) responding to inquiries from numerous parties in interest regarding the disclosure statement, solicitation, and the Plan; (g) drafting the Plan confirmation brief setting forth the Debtors' case in chief in support of Plan confirmation and the declarations in support thereof, as well as the proposed order confirming the Plan and related notices; (h) developing a Plan confirmation strategy addressing a wide range of issues; (i) briefing, arguing, and litigating all of the various appeals to the Confirmation Order; and (j) successfully implementing the Plan by, for example, ensuring the consummation of the various agreements and transactions necessary for the Effective Date to occur and obtaining consensus on updates to the various Plan Documents.

H. Montana Grand Jury Investigation (Matter #57)

Total Fees:	\$36,014,945.50
Total Hours:	102,086.60

68. This Subject Matter pertains to K&E's representation of the defendants in the Montana criminal litigation more fully described above. Due to the potentially astronomical cost to the estate of a verdict not in the Debtors' favor, it was absolutely essential that K&E work tirelessly to represent the Debtors' best interests. Given the enormous potential penalties, an adverse outcome in this litigation may have derailed any chance of a successful reorganization of the Debtors and represented an enormous loss of value for the Debtors' estates, necessarily

curtailing creditor recoveries to a great degree. Because of these high stakes, K&E needed to invest substantial time and effort toward this Subject Matter. The result of these efforts—the acquittal of the defendants on all counts—was a crucial turning point in the Chapter 11 Cases.

Analysis of K&E's Services

69. A close look at the services performed by K&E during the thirteen years that these Chapter 11 Cases were pending makes clear that K&E used the vast legal expertise of its diverse practice groups in an efficient and effective manner to achieve extraordinary results for the Debtors. K&E's billing efficiency is illustrated by its consistent efforts to maintain an appropriate ratio of partner to associate and of counsel fees during the Chapter 11 Cases. In particular, K&E utilized its restructuring associates, of counsel, and paraprofessionals (with on average lower billing rates) where appropriate to perform myriad day-to-day tasks to pass on a lower overall cost to the Debtors. Where necessary, K&E partners played more of an active, hands-on role to ensure that the Debtors would have immediate access to certain specialized expertise that only experienced K&E partners could deliver. This was particularly true in specialized practice areas outside of K&E's restructuring practice.

70. Overall K&E attorneys and paraprofessionals billed a total of 398,835.00 hours in the Chapter 11 Cases. The hourly rate for each attorney and paraprofessional who performed services for the Debtors is set forth in the cover sheet to this Final Fee Application. K&E believes its hourly rates compare favorably to the average hourly rates of other law firms employed in these Chapter 11 Cases, and that K&E's overall compensation, as the lead professional firm, is commensurate with K&E's services and the exceptional results delivered to the Debtors. The blended rate for attorneys billing to the Chapter 11 Cases was \$526.14, and the blended rate for both attorneys and paraprofessionals was \$393.03.

71. There is simply no roadmap for a successful chapter 11 of the size and length of the Chapter 11 Cases. Yet K&E proved to be the steady hand that helped guide the Debtors

through nearly thirteen years of litigation and negotiation, of successes and setbacks, of historic consensus on complicated and emotionally fraught issues and a seemingly endless procession of new challenges to the Debtors' path out of bankruptcy. The Fee Auditor has previously reviewed and approved the vast majority of fees and expenses requested in this Final Fee Application. The overall amount of professional fees in these cases is no doubt substantial. However, putting these numbers in their proper context—one of the largest and longest chapter 11 cases of all time—the overall amount of compensation requested by K&E is well within the range of reasonableness.

K&E'S ACTUAL AND NECESSARY EXPENSES

72. As set forth in **Exhibit D** attached hereto, K&E incurred a total of \$44,676,058.42 in expenses on behalf of the Debtors during the Final Fee Period. These charges are intended to reimburse K&E's operating costs directly attributable to representing the Debtors, which are not incorporated into the K&E hourly billing rates. K&E charges external copying and computer research at the provider's cost without markup. Only clients who actually use services of the types set forth in **Exhibit D** of this Final Fee Application are separately charged for such services. The effect of including such expenses as part of the hourly billing rates would impose that cost upon clients who do not require extensive photocopying and other facilities and services.

73. The time constraints imposed by the circumstances of these Chapter 11 Cases required K&E attorneys and other employees to devote substantial time during the evenings and on weekends to perform services on behalf of the Debtors. These services were essential to meet deadlines, to respond to daily inquiries from various creditors and other parties in interest on a timely basis, and to satisfy the demands of the Debtors' business and ensure the orderly administration of their estates given the exigent circumstances of these Chapter 11 Cases. Consistent with firm policy and as further disclosed in the K&E retention application, K&E

attorneys and other K&E employees who worked late in the evenings or on weekends were reimbursed for their reasonable meal and transportation costs. K&E's regular practice is not to include components for those charges in overhead when establishing billing rates, but rather to charge its clients for these and all other out-of-pocket disbursements incurred during the regular course of the rendering of legal services.

74. In addition, due to the location of the Debtors' business, co-counsel, creditors, and other parties in interest in relation to K&E's offices, frequent multi-party telephone conferences involving numerous parties were required. On many occasions, the exigencies and circumstances of the Chapter 11 Cases required overnight delivery of documents and other materials. The disbursements for such services are not included in K&E's overhead for the purpose of setting billing rates and K&E has made every effort to minimize its disbursements in these Chapter 11 Cases. The actual expenses incurred in providing professional services were necessary, reasonable, and justified under the circumstances to serve the needs of the Debtors in these Chapter 11 Cases.

75. Among other things, K&E makes sure that all overtime meals, travel meals, hotel rates, and airfares are reasonable and appropriate expenses for which to seek reimbursement. In accordance with the Local Bankruptcy Rules, K&E charged the Debtors \$.10 per page for copying services and a maximum of \$.75 per page for outgoing faxes.

K&E'S CONTINUING DISINTERESTEDNESS

76. As disclosed in the *Affidavit of James H.M. Sprayregen in Support of Application for Order Under 11 U.S.C. § 327(a) and Fed. R. Bankr. P. 2014(a) Authorizing the Employment and Retention of Kirkland & Ellis as Attorneys for the Debtors and Debtors in Possession, filed April 2, 2001* [Docket No. 11] (as amended by the thirty-four supplemental affidavits filed throughout the Chapter 11 Cases), K&E does not hold or represent any interest adverse to the Reorganized Debtors' estates, and has been a disinterested person throughout the Chapter 11

Cases as that term is defined in Section 101(14) of the Bankruptcy Code as modified by Section 1107(b) of the Bankruptcy Code. In conjunction with the filing of this Final Fee Application, K&E has separately filed a final supplemental affidavit of disinterestedness.

Representations

77. K&E believes that the Final Fee Application complies with the requirements of Local Bankruptcy Rule 2016-2 and the Amended Interim Compensation Order.

78. K&E performed the services for which it is seeking compensation on behalf of or for the Debtors and their estates, and not on behalf of any committee, creditor, or other person.

79. During the Fee Period, K&E has received no payment and no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the Chapter 11 Cases other than the interim compensation payments pursuant to the Amended Interim Compensation Order.

80. Pursuant to Bankruptcy Rule 2016(b), K&E has not shared, nor has agreed to share, (a) any compensation it has received or may receive with another party or person other than with the partners, counsel and associates of K&E, or (b) any compensation another person or party has received or may receive in connection with the Chapter 11 Cases.


[Remainder of Page Intentionally Left Blank]

WHEREFORE, K&E respectfully requests that the Court enter an order, substantially in the form attached hereto as Exhibit A, providing that: (a) for the Final Fee Period, an administrative allowance be made to K&E in the sum of (i) \$155,582,791.10 as compensation for reasonable and necessary professional services rendered to the Debtors and (ii) \$44,676,058.42 for reimbursement of actual and necessary costs and expenses incurred, for a total of \$200,258,849.52; (b) the Reorganized Debtors be authorized and directed to pay to K&E the amount of such sums less any sums previously paid to K&E; and (c) this Court grant such other and further relief as it deems just and equitable.

Dated: May 6, 2014

Wilmington, Delaware

Respectfully submitted,



Adam C. Paul
John Donley, P.C.
300 North LaSalle
Chicago, IL 60654
(312) 862-2000

Counsel for the Debtors and Reorganized Debtors

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
)	Chapter 11
W. R. GRACE & CO., <u>et al.</u> , ¹)	
)	Case No. 01-01139 (KJC)
)	(Jointly Administered)
Reorganized Debtors.)	
)	

VERIFICATION

STATE OF ILLINOIS)	
)	ss.
COUNTY OF COOK)	

Adam C. Paul, after being duly sworn according to law, deposes and says:

1. I am a partner with the applicant law firm Kirkland & Ellis LLP ("K&E") and have been admitted to the bar of the Supreme Court of Illinois since 2005 and the bar of the District of Columbia since 1999.

2. I have personally performed many of the legal services rendered by K&E as counsel to the above-captioned Reorganized Debtors, and I am familiar with the other work performed on behalf of the Reorganized Debtors by the lawyers and paraprofessionals of K&E.

3. I have reviewed the foregoing Final Fee Application, and the facts set forth therein are true and correct to the best of my knowledge, information, and belief.

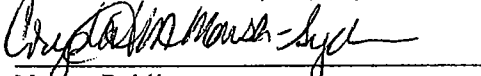
¹ The Reorganized Debtors consist of the following 17 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., Darex Puerto Rico, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Gloucester New Communities Company, Inc., Grace Chemical Company of Cuba, Grace Energy Corporation, Grace Europe, Inc., Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace PAR Corporation, W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Kootenai Development Company, Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), and Water Street Corporation. Pursuant to a final decree entered by the Court on March 19, 2014, *see* [Docket No. 31880], the cases of forty-five additional Reorganized Debtors were closed.

Moreover, I have reviewed the Local Bankruptcy Rules and submit that the Final Fee Application substantially complies with such rules.



Adam C. Paul

SWORN AND SUBSCRIBED
before me this 6th day of May, 2014



Notary Public

My Commission Expires:

